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COVER LETTER

TO: Registration Section Division of Corporations			
SUBJECT: Brookley International Distributing, LLC			
(Name of Limited Liability Company)			
•••	bility Company for Authorization to Transact Business in bmitted to register the above referenced foreign limited		
Please return all correspondence concerning this m	atter to the following:		
C. A. Giles			
(Nai	me of Person)		
Decalder Intermetional Dist	dhadhan 110		
Brookley International Distr			
(rin	m/Company)		
2301 Perimeter Rd			
	(Address)		
Mobile, Alabama 36615			
(City/Sta	te and Zip Code)		
For further information concerning this matter, plea	ase call:		
C. A. Giles	_at (251) 706-2681		
(Name of Person)	(Area Code & Daytime Telephone Number)		
MAILING ADDRESS:	STREET ADDRESS:		
Division of Corporations	Division of Corporations		
P.O. Box 6327 Clifton Building			
Tallahassee, FL 32314	2661 Executive Center Circle Tallahassee, FL 32301		
Enclosed is a check for the following amount: \$\sum \\$125.00 \text{ Filing Fee} \sum \\$130.00 \text{ Filing Fee & Certificate of}\$	\$155.00 Filing Fee & \$\infty\$\$160.00 Filing Fee, Certificate Status Certified Copy of Status & Certified Copy		

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
1. Brookley International Distributing, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")
_{2.} Alabama _{3.} 20-8633460
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. March 30, 2007 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 2301 Perimeter Rd
Mobile, AL 36615
(Street Address of Principal Office)
8. If limited liability company is a manager-managed company, check here 2
9. The name and usual business addresses of the managing members or managers are as follows:
C. A. Giles
2301 Perimeter Rd
Mobile, AL 36615
 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Wine Distributor
11. Nature of business of purposes to be conducted of promoted in Florida.
Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
C A Gilos

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

	50 8 M
1. The name of the Limited Liability Company is:	
Brookley International Distributing, LLC	2 2
If name unavailable, the alternate name to be used in the state of Florida is:	A D OS
2. The name and the Florida street address of the registered agent and office are:	
Mike Bailey	
(Name)	<u></u>
3902 9th Avenue N., Unit #8 Florida Street Address (P.O. Box NOT ACCEPTABLE)	_
Pensacola, FL 32503 FL City/State/Zip	

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position of registered agent as provided for in Chapter 608, Florida Statutes.

(Signature)

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

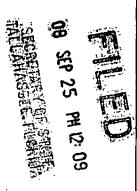
\$ 5.00 Certificate of Status (optional)

Beth Chapman Secretary of State P.O. Box 5616 Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the file in domestic corporate records this office on disclose that Brookley International Distributing, L.L.C. organized in the office of the Judge of Probate of Mobile County on March 30, 2007. I further certify that the records do not disclose that said Brookley International Distributing, L.L.C. has been dissolved.





In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

August 22, 2008

Date

Beth Chapman

Beth Chapman

Secretary of State