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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER

DEC 10 2012

SONOMA WINE COMPANY, LLC

November 26, 2012

FL Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Mme/Sir,

Enclosed please find Application for Foreign LLC for Authorization to Transact Business in Florida for Sonoma Wine Company, LLC dba Sonoma Wine Co.

***Please note: Sonoma Wine Company, LLC has no nexus in the state of Florida.**

Please also find CA SOS Certificate of Good Standing, Certificate of Registered Agent Designation, Authorization for Eva Bedolla, and check #9051 in the amount of \$125 for filing fees.

The LLC information is as follows:

Sonoma Wine Company, LLC dba Sonoma Wine Company
FEIN: 61-1580196
9119 Graton Rd.
Graton, CA 95444

Mailing address: 145 Legacy Ct.
Napa, CA 94559

If you have any concerns or require additional supporting documents, please feel free to contact us at (707) 252-4725.

Sincerely,



Elisa Bedolla
Compliance Agent
Sonoma Wine Company, LLC dba Sonoma Wine Company

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sonoma Wine Company, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Eva Bedolla
(Name of Person)

WineCompliance.com
(Firm/Company)

145 Legacy Ct.
(Address)

Napa, CA 94559
(City/State and Zip Code)

For further information concerning this matter, please call:

Eva Bedolla at (707) 252-4725
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

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

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

1. Sonoma Wine Company, 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. CA

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 61-1580196

(FEI number, if applicable)

4. 11/19/2004

(Date of Organization)

5. perpetual

(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. 9119 Graton Road

Graton, CA 95444 (no nexus in FL)

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

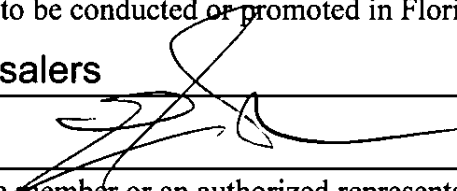
Michael Lukan

9119 Graton Road

Graton, CA 95444

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: CA Wine manufacturer
selling wine to FL wholesalers


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.)

Eva Bedolla

Typed or printed name of signee

FILED
12 DEC -7 PM 4:15
CLERK OF STATE
TALLAHASSEE, FLORIDA

**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.

1. The name of the Limited Liability Company is:

Sonoma Wine Company, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Horace A. Moody / Beverage Law Institute, Inc.

(Name)

2833 Remington Green Circle

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

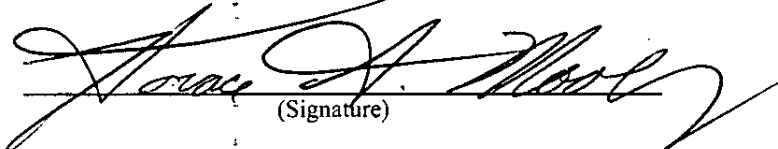
Tallahassee

FL

32308

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 as 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)

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: SONOMA WINE COMPANY, LLC

FILE NUMBER: 200436510112
FORMATION DATE: 11/19/2004
TYPE: DOMESTIC LIMITED LIABILITY COMPANY
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of November 13, 2012.

Debra Bowen

DEBRA BOWEN
Secretary of State

MMS

SONOMA WINE COMPANY

RESOLUTION OF BOARD OF DIRECTORS OF SONOMA WINE COMPANY, LLC

The Undersigned, representing all or the majority of the directors of Sonoma Wine Company, LLC, a California Limited Liability Company, having met and discussed the business herein set forth have unanimously:

RESOLVED that the President and Secretary are authorized to appoint Eva Bedolla, 145 Legacy Court, Napa, California to serve as Attorney-in-fact as executed on the Department of the Treasury, Alcohol, Tobacco Tax and Trade Bureau (TTB), Power of Attorney Form TTB F5000.8 and as official representation with signatory rights for wholesale and direct ship, sales and excise tax license processing on behalf of Sonoma Wine Company, LLC dba Sonoma Wine Company.

DATED in Graton, California, this 27th day of November, 2012.



Derek George Benham
CEO, Secretary, Sole Manager



Dennis Charles Carroll
President