M15000009415

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

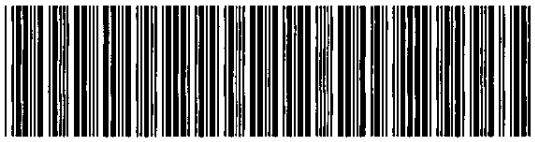
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
NOV 23 2015

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallhassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 879791 8072918

AUTHORIZATION :

COST LIMIT : $ 125.00

ORDER DATE : November 19, 2015

ORDER TIME : 12:09 PM

ORDER NO. : 879791-005

CUSTOMER NO: 8072918

FOREIGN FILINGS

NAME: BREAKTHRU BEVERAGE GROUP, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Breakthru Beverage Group, 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:

Carol Greenidge
Name of Person

The Charmer Sunbelt Group
Firm/Company

60 East 42nd Street, Suite 1915
Address

New York, New York 10165
City/State and Zip Code

Cgreenidge@c-sg.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Arielle Albert at (212) 370-3744
Name of Contact Person — Area Code — Daytime Telephone Number

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

STREET ADDRESS:
Division of Corporations
Registration Section
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 TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Breakthru Beverage Group, 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. The alternate name must include "Limited Liability Company," "L.L.C," or "LLC.")

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

3. 35-2545107
(FEI number, if applicable)

4. N/A
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 60 East 42nd Street, Suite 1915
New York, New York 10165
(Street Address of Principal Office)

6. 60 East 42nd Street, Suite 1915
New York, New York 10165
(Mailing Address)

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7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee (City), Florida 32301 (Zip code)

Registered agent's acceptance:

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 application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to complywith the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Courtney Williams
Asst. Vice President
(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

See attached.

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

/s/ Andy Crisses
Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Andy Crisses, Manager
Typed or printed name of signee

Name (last, first, middle initial)	Home Address	City	State	Zip	Title
Merinoff, Charles	317 Massachusetts Ave	Haworth	New Jersey	07641	manager
Crisses, Andrew M.	8 Cow Lane	Kings Point	New York	11024	manager
Levy, Lawrence S.	40 Olmsted Road	Scarsdale	New York	10583	manager
Thrasher, John E.	1000 West Tennessee Street	Tallahassee	Florida	32304	manager
Davolio, Joseph F.	2039 Chesapeake Rd.	Annapolis	Maryland	21409	manager
Obernauer, Marne Jr.	885 Park Ave. 11C	New York	New York	10021	manager
Kalagher, Steve J.	L'Hermintage, 3200N Ocean Blvd.	Ft. Lauderdale	Florida	33308	manager
Wirtz, William R.	610 Ridge Road	Winnetka	Illinois	60093	manager
Wirtz, Daniel R.	2039 West Cortez St.	Chicago	Illinois	60622	manager
Wirtz, Arthur M.	1536 Meadow Ln.	Glenview	Illinois	60025	manager
Miller, John A.	1235 Westmoor	Winnetka	Illinois	6009	manager
Gunby, Steven H.	9508 Hemswell Place	Potomac	Maryland	20854	manager
Laborde, Jean-Marie	Via Conservatorio, 13	Milan	Italy	20122	manager

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TALLAHASSEE, FLORIDA

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BREAKTHRU BEVERAGE GROUP, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF NOVEMBER, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BREAKTHRU BEVERAGE GROUP, LLC" WAS FORMED ON THE EIGHTH DAY OF OCTOBER, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA

Jeffrey W. Bullock, Secretary of State

5845298 8300
SR# 20150997269

Authentication: 10456504
Date: 11-19-15

You may verify this certificate online at corp.delaware.gov/authver.shtml