

M990000001264
BEER & WINE SERVICES, INC.

211 Wapoo, Suite 202
Calistoga, CA 94515
Phone (707) 942-6911
Fax (707) 942-9435

July 13, 1999

State of Florida
Secretary of State
409 E Gaines Street
Tallahassee, FL 32399

RE: Showket-Awni Wines LLC

900002934809--2
-07/19/99-01088-011
*****250.00 *****250.00

W99-16908

Dear Sir or Madam:

Enclosed herewith for your review and approval are the following documents for the above mentioned client:

- Application by Foreign Corporation for Authorization to Transact Business in Florida
- Certificate of Good Standing from the State of California
- Company check in the amount of \$250.00, to cover said fees

Once authority to ship has been issued, please mail to:

Beer and Wine Services Inc
211 Wapoo, Suite 202
Calistoga, Ca 94515

900002934809--2
-08/10/99-01072-001
*****35.00 *****35.00

If you should have any questions regarding this application, please contact me directly at (800) 788-0212.

Sincerely,



Elizabeth Hamamoto
Out of State Licensing

Enclosure

SECRET
DIVISION OF REVENUE
FBI
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cmh
8/11



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 22, 1999

BEER & WINE SERVICES, INC.
211 WAPOO, STE 202
CALISTOGA, CA 94515

SUBJECT: SHOWKET-AWNI WINES LLC
Ref. Number: W99000016908

We have received your document for SHOWKET-AWNI WINES LLC and check(s) totaling \$250.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 099A00037558

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Showket-Awni Wines LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ANDREA L. ANDERSON

(Name of Person)

BEER & WINE SERVICES, INC.

(Firm/Company)

211 WAPOO, SUITE 202

(Address)

CALESTOGA, CA 94515

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

ANDREA L. ANDERSON

(Name of Person)

at (800) 788-0212

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
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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. Showket-Awni Wines LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. California
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 68-0408107
(FEI number, if applicable)
4. 1/2/98
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon approval
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. PO Box 350
Oakville, CA 94562
(Street address of principal office)

List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Khalil Showket</u>	<u>Member</u>	<u></u>	<u></u>
<u>7778 Silverado Trail</u>		<u></u>	
<u>Napa, CA 94558</u>		<u></u>	
<u>Dorothy Showket</u>	<u>Member</u>	<u></u>	<u></u>
<u>Same</u>		<u></u>	
<u>Zaid Awni</u>	<u>Member</u>	<u></u>	<u></u>
<u>19748 Crystal Ridge Lane</u>		<u></u>	
<u>Northridge, CA 91326</u>		<u></u>	
<u>Jane Awni</u>	<u>Member</u>	<u></u>	<u></u>
<u>Same</u>		<u></u>	

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 DIVISION OF CORPORATIONS
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Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**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:

Showket-Awni Wines LLC

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

Corporation Service co
(Name)

1201 Hays St Ste 105

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

City/State/Zip

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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.

By: Karen C. Wehner

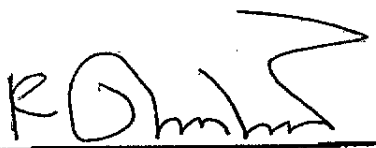
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The member or authorized representative of a member of _____
Showket-Awni Wines LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 0 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 0 ;
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Khalil Showket, Member
Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS CALIFORNIA LIMITED LIABILITY COMPANY

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 2nd day of January, 1998, SHOWKET-AWNI WINES, LLC, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
2nd day of July, 1999.



Bill Jones

BILL JONES
Secretary of State