

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000056309

Brewmeisters Brewing Co

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUN 24 AM 9:59

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\*\*\*\*122.50 \*\*\*\*122.50

- ✓ Art of Inc. File cert
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ✓ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
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- \_\_\_ Courier

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DIVISION OF CORPORATIONS

Signature

Requested by:

Name CS Date 6/23 Time 9:15

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

RP  
06-24-98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 23, 1998

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST.  
STE. 1  
TALLAHASSEE, FL 32301

SUBJECT: BREWMEISTERS BREWING CO.  
Ref. Number: W98000014389

We have received your document for BREWMEISTERS BREWING CO. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 098A00034508

*Corrected*  
RECEIVED  
JUN 24 AM 12:19  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
BREWMEISTERS BREWING CO.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 24 AM 9:59

ARTICLE I

NAME

The name of this corporation is BREWMEISTERS BREWING CO.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting all lawful business.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares of common stock having a nominal or par value of One Hundred Dollars (\$100.00).

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 324 Royal Palm Way, Suite 300, Palm Beach, Florida 33480, and the name of the Registered Agent of the corporation at that address is Manley P. Caldwell, Jr. This address is also the principal and mailing address of the corporation.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased from time to time by the By-Laws and shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Brian G. Cappella	1206 North K Street Lake Worth, Florida 33460-2238
George A. Tibedo	1214 North K. Street Lake Worth, Florida 33460-2238
Manley P. Caldwell, Jr.	324 Royal Palm Way, Suite 300 Palm Beach, Florida 33480

## ARTICLE VII

### INCORPORATORS

The name and street address of the Incorporator to these Articles of Incorporation is:

Manley P. Caldwell, Jr.	324 Royal Palm Way, Suite 300 Palm Beach, Florida 33480
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## ARTICLE VIII

### INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE IX

### TELEPHONE BOARD MEETINGS

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

ARTICLE X

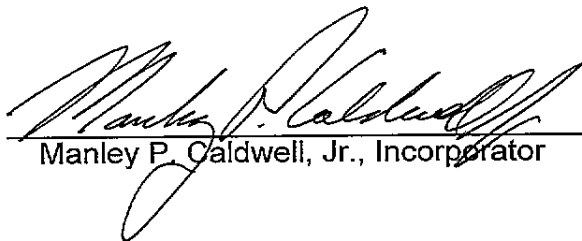
ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take any action by written consent, as provided by law, without the necessity of a meeting.

ARTICLE XI

AMENDMENTS

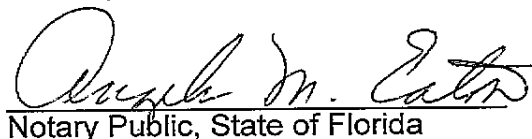
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

  
Manley P. Caldwell, Jr., Incorporator

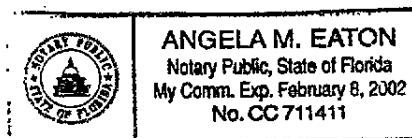
STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared, MANLY P. CALDWELL, JR., who is personally known to me and to be the person described as the incorporator and who executed the following Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 22 day of June, 1998.

  
Notary Public, State of Florida

My Commission Expires:

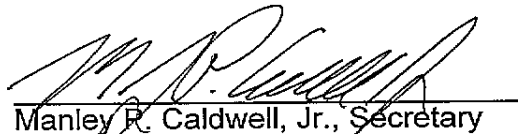


CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

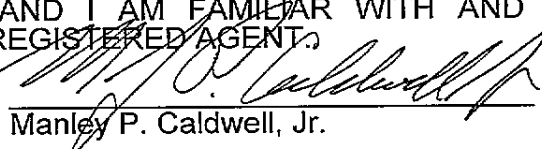
1. The name of the corporation is BREWMEISTERS BREWING CO.
2. The name and address of the registered agent and office is:

MANLEY P. CALDWELL, Jr.  
325 Royal Palm Way, Suite 300  
Palm Beach, Florida 33480

  
Manley P. Caldwell, Jr., Secretary

DATE: June 22, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE 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.

  
Manley P. Caldwell, Jr.

DATE: June 22, 1998

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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