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TELETYPE LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

500001956615
-09/25/96--01068--001
*****70.00 *****70.00

SUBJECT: BBB Management, Inc.
(Name of corporation - must include suffix)

500001956615
-09/25/96--01068--002
*****8.75 *****8.75

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 foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Cathy Hayes
(Name of Person)

Breckenridge Brewery
(Firm/Company)

471 Kalamath St.
(Address)

DENVER CO 80204
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SEP 24 AM 11:08

Handwritten initials/signature

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

DAVE PULLIBERG at (303) 623 2739
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- BBS MANAGEMENT, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- COLORADO
(State or country under the law of which it is incorporated)
- 84-1288150
(FEI number, if applicable)
- OCTOBER 11, 1994
(Date of Incorporation)
- Perpetual
(Duration. Year corp. will cease to exist or "perpetual")
- No business has been transacted to date
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

- 471 KARANNATH ST
DENVER CO 80204
(Current mailing address)

- DISTRIBUTION OF MART BEVERAGE
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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TALLAHASSEE, FLORIDA

- Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: STEVEN SQUIRE

Office Address: 1075 NE 3RD AVE

FORT LAUDERDALE, Florida, 33304
(Zip Code)

- Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation 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 comply with 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.

[Signature]
(Registered agent's signature)

- Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: RICHARD P. SOURCE
Address: 471 KARAMATH ST. DENVER CO 80204
Vice Chairman: _____
Address: _____

Director: EDWARD A. CERKOVNIK
Address: 471 KARAMATH ST. DENVER CO 80204

Director: _____
Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: RICHARD P. SOURCE
Address: 471 KARAMATH ST DENVER CO 80204

Vice President: EDWARD A. CERKOVNIK
Address: 471 KARAMATH ST DENVER CO 80204

Secretary: _____
Address: _____

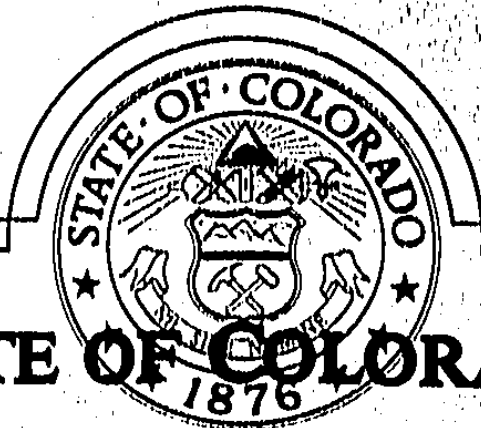
Treasurer: _____
Address: _____

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. EDWARD A. CERKOVNIK, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, **VICTORIA BUCKLEY**, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

BBB MANAGEMENT, INC.
(COLORADO CORPORATION)

file # 941113880 was filed in this office on OCTOBER 11, 1994, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: **SEPTEMBER 10, 1996**

Victoria Buckley

SECRETARY OF STATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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