

Filing and License Fee: \$310.00 minimum

ID Number: \_\_\_\_\_



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

**BUSINESS CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is American Beer Company, Inc.
2. It is incorporated under the laws of Missouri
3. The name, if different, which it elects to use in Rhode Island is:

(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application.*

4. The date of its incorporation is July 21, 2009 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is \_\_\_\_\_

9845 St. Charles Rock Road, Suite 101A, St. Louis, MO 63074

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Blvd., Suite 200  
(Street Address, not P.O. Box)

Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is Incorp Services, Inc.  
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

distribution of beer and all other lawful purposes for which a corporation may transact business under the laws of the  
State of Rhode Island and Missouri

8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated)

|          | <u>Name</u>      | <u>Address</u>                                                    |
|----------|------------------|-------------------------------------------------------------------|
| Director | <u>John Beal</u> | <u>9845 St. Charles Rock Road, Ste. 101A, St. Louis, MO 63074</u> |
| Director | _____            | _____                                                             |
| Director | _____            | _____                                                             |
| Director | _____            | _____                                                             |

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- (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated)

|                | <u>Name</u>       | <u>Address</u>                                             |
|----------------|-------------------|------------------------------------------------------------|
| President      | John Beal         | 9845 St. Charles Rock Road, Ste. 101A, St. Louis, MO 63074 |
| Vice President |                   |                                                            |
| Treasurer      | John Beal         | 9845 St. Charles Rock Road, Ste. 101A, St. Louis, MO 63074 |
| Secretary      | Sheldon D. Korlin | 9845 St. Charles Rock Road, Ste. 101A, St. Louis, MO 63074 |

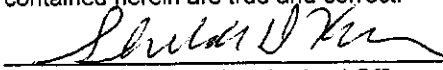
9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|-----------------------------------------------------------------|
| 100                     | Common       |               | \$1/share                                                       |
|                         |              |               |                                                                 |
|                         |              |               |                                                                 |

- 10 (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 100
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage]
- 11 (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 100
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 1
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 1 % [divide (b) by (a) and multiply by 100 to obtain the percentage]
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: June 1, 2010

  
Signature of Authorized Officer of the Corporation

Sheldon D. Korlin, Secretary

Type or Print Name of Authorized Officer

# STATE OF MISSOURI



Robin Carnahan  
Secretary of State

**CORPORATION DIVISION  
CERTIFICATE OF GOOD STANDING**

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

**AMERICAN BEER COMPANY, INC.  
00983180**

was created under the laws of this State on the 21st day of July, 2009, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 28th day of May, 2010

  
Secretary of State



Certification Number: 12872231-25 Reference: 1e  
Verify this certificate online at <https://www.sos.mo.gov/businessentity/soskb/verify.asp>