



State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division**  
148 W. River Street, Providence, Rhode Island 02904-2615  
Phone: (401) 222-3040 | Email: corporations@sos.ri.gov | Website: www.sos.ri.gov

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV  
2016 MAY -4 AM 10:22

**Application for Certificate of Authority**  
**Foreign Business Corporation**  
Filing and License Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, 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:                                                                                                                                                                                                                                                                           |                  |
| <b>NEW BELGIUM BREWING COMPANY, INC.</b>                                                                                                                                                                                                                                                                     |                  |
| 2. It is incorporated under the laws of:                                                                                                                                                                                                                                                                     | <b>COLORADO</b>  |
| 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:                                                                                                                                                                                                                                                                         | <b>3/11/1993</b> |
| And the period of its duration is: <b>CHECK ONLY ONE BOX</b>                                                                                                                                                                                                                                                 |                  |
| <input checked="" type="checkbox"/> Perpetual (on-going)                                                                                                                                                                                                                                                     |                  |
| <input type="checkbox"/> Date certain for dissolution _____                                                                                                                                                                                                                                                  |                  |
| 5. The address of its principal office is:                                                                                                                                                                                                                                                                   |                  |
| <b>500 LINDEN STREET, FORT COLLINS, CO. 80524</b>                                                                                                                                                                                                                                                            |                  |

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By 273535

|                                                                                    |                              |                          |
|------------------------------------------------------------------------------------|------------------------------|--------------------------|
| 6. The name and address of the initial registered agent/office of in Rhode Island: |                              |                          |
| Agent Name <b>NATIONAL CORPORATE RESEARCH, LTD.</b>                                |                              |                          |
| Street Address ( <u>NOT</u> a P.O. Box) <b>222 JEFFERSON BOULEVARD</b>             |                              |                          |
| City/Town<br><b>WARWICK</b>                                                        | State<br><b>RHODE ISLAND</b> | Zip Code<br><b>02888</b> |

|                                                                                                            |
|------------------------------------------------------------------------------------------------------------|
| 7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: |
| <b>TO SELL NEW BELGIUM BREWING COMPANY'S CRAFT BEER IN RHODE ISLAND.</b>                                   |

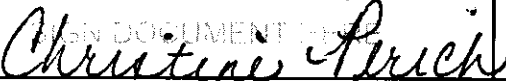
| 8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated): |         |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| NAME                                                                                                                                                                     | ADDRESS |
| <b>PLEASE SEE ATTACHED</b>                                                                                                                                               |         |
|                                                                                                                                                                          |         |
|                                                                                                                                                                          |         |
|                                                                                                                                                                          |         |

|                                                                              |
|------------------------------------------------------------------------------|
| Check the box to indicate an attachment. <input checked="" type="checkbox"/> |
|------------------------------------------------------------------------------|

| 8. (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): |                            |         |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|---------|
| OFFICE                                                                                                                                                                            | NAME                       | ADDRESS |
| PRESIDENT                                                                                                                                                                         | <b>PLEASE SEE ATTACHED</b> |         |
| VICE PRESIDENT                                                                                                                                                                    |                            |         |
| TREASURER                                                                                                                                                                         |                            |         |
| SECRETARY                                                                                                                                                                         |                            |         |

|                                                                              |
|------------------------------------------------------------------------------|
| Check the box to indicate an attachment. <input checked="" type="checkbox"/> |
|------------------------------------------------------------------------------|

| 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: |               |        |                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|--------|---------------------------------|
| NUMBER OF SHARES                                                                                                                                                               | CLASS         | SERIES | PAR VALUE OR STATE NO PAR VALUE |
| <b>12,500,000</b>                                                                                                                                                              | <b>COMMON</b> |        | <b>NO PAR VALUE</b>             |
|                                                                                                                                                                                |               |        |                                 |
|                                                                                                                                                                                |               |        |                                 |
|                                                                                                                                                                                |               |        |                                 |
|                                                                                                                                                                                |               |        |                                 |

|                                                                                                                                                                                                                                                                                                                                                                                        |                                                              |                  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|------------------|
| <b>10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:</b>                                                                                                                                                                                                                                                |                                                              |                  |
| \$ 310,000,000                                                                                                                                                                                                                                                                                                                                                                         |                                                              |                  |
| <b>(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:</b>                                                                                                                                                                                                                                                  |                                                              |                  |
| \$ 20,000                                                                                                                                                                                                                                                                                                                                                                              |                                                              |                  |
| <b>(c) Estimate, as a percentage, 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. Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.</b>                    |                                                              |                  |
| 0.006542%                                                                                                                                                                                                                                                                                                                                                                              |                                                              |                  |
| <b>11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year.</b>                                                                                                                                                                                                                                                       |                                                              |                  |
| \$ 263,000,000                                                                                                                                                                                                                                                                                                                                                                         |                                                              |                  |
| <b>(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.</b>                                                                                                                                                                                                             |                                                              |                  |
| \$ 1,186,457                                                                                                                                                                                                                                                                                                                                                                           |                                                              |                  |
| <b>(c) Estimate, as a percentage, the proportion 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 compared to the gross amount thereof which will be transacted by the corporation during the following year. Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</b> |                                                              |                  |
| 0.451124                                                                                                                                                                                                                                                                                                                                                                               |                                                              |                  |
| <b>12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.</b>                                                                                                                        |                                                              |                  |
| <b>13. Date when the Certificate of Authority will be effective: CHECK ONLY ONE BOX</b>                                                                                                                                                                                                                                                                                                |                                                              |                  |
| <input checked="checked" type="checkbox"/> Date received (Upon filing)                                                                                                                                                                                                                                                                                                                 |                                                              |                  |
| <input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing)                                                                                                                                                                                                                                                                               |                                                              |                  |
| <i>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.</i>                                                                                                                                                       |                                                              |                  |
| Signature of Authorized Officer of the Corporation<br>                                                                                                                                                                                                                                              | Type or Print Name of Authorized Officer<br>CHRISTINE PERICH | Date<br>5/2/2016 |

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email [corporations@sos.ri.gov](mailto:corporations@sos.ri.gov).



# **NEW BELGIUM<sup>®</sup>**

## **BREWING**

### Company Officers

**Kimberley Jordan**  
1427 W Mountain Ave  
Fort Collins, CO 80521  
**Chair of the Board**

**Christine Perich**  
1413 Linden Lake Rd  
Fort Collins, CO 80524  
**President/CEO**

**Joseph Davis**  
5820 Big Canyon Drive  
Fort Collins, CO 80528  
**Secretary**

**Danielle McLarnon**  
941 Chippewa Ct.  
Fort Collins, CO 80525  
**CFO**

### Board of Directors

**Kimberley Jordan**  
1427 W Mountain Ave  
Fort Collins, CO 80521  
**Chair of the Board**

**Christine Perich**  
1413 Linden Lake Rd  
Fort Collins, CO 80524  
**President/CEO**

**Dennis Jenson**  
39 Chapel Road  
North Hampton, NH 03862  
**Director**

**Paul Hudnut**  
224 Rockwell Hall  
Fort Collins, CO 80523  
**Director**

**Chris Steffanci**  
11704 NE 34<sup>th</sup> Street  
Bellevue, WA 98005  
**Director**

OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE OF FACT OF GOOD STANDING**

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

NEW BELGIUM BREWING COMPANY, INC.

is a

Corporation

formed or registered on 03/11/1993 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19931026399 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 04/29/2016 that have been posted, and by documents delivered to this office electronically through 05/02/2016 @ 11:37:40 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 05/02/2016 @ 11:37:40 in accordance with applicable law. This certificate is assigned Confirmation Number 9629669 .



Secretary of State of the State of Colorado

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\*\*\*\*\*End of Certificate\*\*\*\*\*

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."