



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE CORPORATIONS DIVISION

100 NORTH MAIN STREET PROVIDENCE, RI 02903-1335 BUSINESS CORPORATION

Corp. I.D. # 98864

ORIGINAL OF APPLICATION FOR

CERTIFICATE OF AUTHORITY OF

58 PH

ASAHI BEER U.S.A., INC.

To the Secretary of State of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

Pires	The name of the corporation isAsaht_Beer_U.S.AInc
SECOND	The name which it elects to use in Rhode Island is
	the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto
Timo:	It is incorporated under the laws of Delaware
	The date of its incorporation is
	The address of its principal office in the state or country under the laws of which it is is1913 Centre Road. Hilmington. Delaware
	The address of its proposed registered office in Rhode Island is
ZZZ Jeffers	on Blvd., \$200, Warwick, Rhode Island. and the name of its proposed registered agent in
Rhode Islan	d at that address is Mational Registered Agents. Inc. C Diels Signature
	Charles Bacler Vice Procident

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

wholesale sale and distribution of beer

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FILED

See Exhibit A Director Director Director Director Director Director Director President Vice President Secretary Treasurer Name The aggregate number of shares which it has authority to issue, itemized by classes it value of shares, shares without par value, and series, if any, within a class, is: Number of Shares Spries TINIII. The aggregate number of its issued shares, itemized by classes, par value of shares are without par value, and series, if any, within a class, is: Par Value of Shares are without par value, and series, if any, within a class, is: Number of Shares. Class Series TINIII. The aggregate number of its issued shares, itemized by classes, par value of share are without par value, and series, if any, within a class, is: Par Value of Shares are without par value, and series, if any, within a class, is: Par Value of Shares are without par value. Class Series Series Townsor of the Value of Shares are value of Shares are without par value. The True of the Value of the value of all property to be owned by it for the following yet cherever located, is \$.800,000. The True of the Value of the property to be located within Rhode Island during the year is \$.12,482,000.00. From the Shares are anount of business to be transacted by it during steam is \$.12,482,000.00. From the Shares are anount of business to be transacted by it at or from Shares are anount of business in Rhode island during such year is \$.12,482,000.00. From the Shares are anount of business to be transacted by it at or from Shares are anount of business in Rhode island during such year is \$.12,482,000.00.	Element T		ddresses of its directors and	∆ ıldı¢22
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amendments thereto, duly authenticated by the proper officer of the state or country under the laws

of which it is incorporated.

Dated December 5 1997	
	[Exact Corporate Name of corporation Making Application]
	By G Mlen
	PresidentPresident
	and State of
	Its Secretary
STATE OF NEW /SRIC	
COUNTY OF NEW YORK	Sc.
AT how yol, her	in said County on the
of Docember	before me personally appeared
Takos Minà	
Chekhe is the President	of frali Bell USA, a
that he signed the foregoing doc	cument as such free dent of th
corporation, and that the statements	therein contained are true.
MARLENE M NOTARY PUBLIC, SI	ATZELLE tote of New Yer:
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EXHIBIT A

to

APPLICATION FOR CERTIFICATE OF AUTHORITY

for

The State of Rhode Island

for

ASAHI BEER U.S.A., INC.

Article Eigth (Continued):

DIRECTORS

Name

Address

Takao Miura

21250 Hawthorne Blvd., Suite 770, Computax Tower, Torrance,

California 90503

Yoshiteru Aso

21250 Hawthorne Blvd., Suite 770, Computax Tower, Torrance,

California 90503

Akira Ohara

21250 Hawthorne Blvd., Suite 770, Computax Tower, Torrance,

California 90503

OFFICERS

Name

Title

Address

Takao Miura

President

21250 Hawthorne Blvd., Suite 770, Computax Tower,

Torrance, California 90503

Yoshiteru Aso

Secretary

21250 Hawthorne Blvd., Suite 770, Computax Tower,

Torrance, California 90503

Yoshiteru Aso

Treasurer

21250 Hawthorne Blvd., Suite 770, Computax Tower,

Torrance, California 90503

EXHIBIT B

OFFICER'S STATEMENT

I, TAKAO MIURA, the duly elected and acting President of ASAHI BEER U.S.A., INC., a Delaware corporation (the "Corporation"), do hereby certify that the authorized shares of the Corporation are without par value and further certify that the issued shares are without par value.

IN WITNESS WHEREOF, the undersigned has executed this Statement on the day of December, 1997.

> ASAHI BEER U.S.A., INC., A Delaware Corporation

Takao Miura

President

EXHIBIT C

OFFICER'S STATEMENT

I, TAKAO MIURA, the duly elected and acting President of ASAHI BEER U.S.A., INC., a Delaware corporation (the "Corporation"), do hereby certify that the authorized shares of the Corporation are without par value and further certify that the issued shares are without par value.

IN WITNESS WHEREOF, the undersigned has executed this Statement on the day of December, 1997.

ASAHI BEER U.S.A., INC., A Delaware Corporation

President

State of Delaware

Office of the Secretary of State PAGE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ASAHI BREWERIES U.S.A., INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF OCTOBER, A.D. 1987, AT 9 O'CLOCK A.M.

JEH 27 | 58 PH 599



Edward J. Freel, Secretary of State

AUTHENTICATION:

8882708

DATE:

01-23-98

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