State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY OF PROLETARIAT WINE COMPANY, LLC

File Number W 113292

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Uniform Limited Liability Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: April 24, 2012



Ben youra

By July Jains



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

12 APR 24 PM 2:00

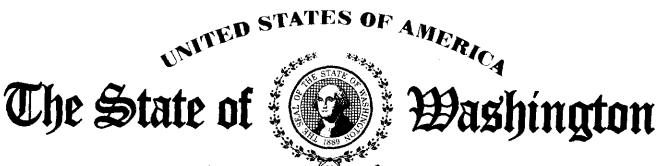
SECRETARY OF STATE STATE OF IDAHO

1.	The name of the limited liability company is: Proletariat Wine Company, LLC	
2.	If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:	
3.	The jurisdiction under whose laws the limited liability company is formed is: Washington	
4. The name and complete street address of the registered agent in le		he registered agent in Idaho is:
	Tracy Baggerly 37 Hors	seshu Vue Circle, Horseshoe Bend, ID 83629
5.	The street and mailing address of the limited liability company's principal office is:	
	1742 Broadway Ave, Boise, ID 83706 Street Address 1036 E. Iron Eagle Drive, STE 130, Eagle, ID 83616	
	Mailing Address, if different	
3.	The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:	
	916 University, Walla Walla, WA 99352 Street Address Same	
7.	Mailing Address, if different The name and mailing address of at least one member or manager:	
	Scott Thompson 457 Tw	o Rivers Drive, Eagle, ID 83616
3.	The mailing address for future correspondence:	
	1036 E. Iron Eagle Drive, STE 130, Eagle, ID 83	616
€.	Signature of a manager, member or authoriz	zed Secretary of State use only
	person	
	Signature	
	Tracy Baggerly	IDAHO SECRETARY OF STATE 04/24/2012 05:00
	Typed Name	CK: 2269 CT: 269663 BH: 1321218

cert_auth_foreign_LLC Rev.07/2010

04/24/2012 05:00 CK: 2269 CT: 269663 RH: 1321218 1 9 188.08 = 108.00 REGFORGILC # 2 1 9 20.08 = 20.00 EXPEDITE C # 3

W113292



Secretary of State

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION OF PROLETARIAT WINE COMPANY, LLC

I FURTHER CERTIFY that the records on file in this office show that the above named Limited Liability Company was formed under the laws of the State of WA and was issued a Certificate Of Formation in Washington on 2/3/2011.

I FURTHER CERTIFY that as of the date of this certificate, PROLETARIAT WINE COMPANY, LLC remains active and has complied with the filing requirements of this office.

Date: April 20, 2012

UBI: 603-083-812



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State