

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1**

Filed Pursuant to Rule 462(d)

TO

**FORM S-3**  
**REGISTRATION STATEMENT**

Under

THE SECURITIES ACT OF 1933

Delaware	<b>Constellation Brands, Inc.</b>	16-0716709
	and its subsidiary guarantors:	
New York	Batavia Wine Cellars, Inc.	16-1222994
New York	Canandaigua Wine Company, Inc.	16-1462887
New York	Constellation International Holdings Limited	16-1195581
New York	Roberts Trading Corp.	16-0865491
England and Wales	Canandaigua Limited	98-0198402
The Netherlands	Canandaigua B.V.	98-0205132
Delaware	Franciscan Vineyards, Inc.	94-2602962
California	Allberry, Inc.	68-0324763
California	Cloud Peak Corporation	68-0324762
California	M.J. Lewis Corp.	94-3065450
California	Mt. Veeder Corporation	94-2862667
Delaware	Barton Incorporated	36-3500366
Delaware	Barton Brands, Ltd.	36-3185921
Maryland	Barton Beers, Ltd.	36-2855879
Connecticut	Barton Brands of California, Inc.	06-1048198
Georgia	Barton Brands of Georgia, Inc.	58-1215938
New York	Barton Distillers Import Corp.	13-1794441
Delaware	Barton Financial Corporation	51-0311795
Illinois	Barton Canada, Ltd.	36-4283446
Wisconsin	Barton Beers of Wisconsin, Ltd.	39-0638900
Illinois	Monarch Import Company	36-3539106
(State or other jurisdiction of incorporation or organization)	(Exact name of registrants as specified in their charters)	(I.R.S. Employer Identification No.)

300 WillowBrook Office Park  
 Fairport, New York 14450  
 716-218-2169

(Address, including zip code, and telephone number, including area code,  
 of registrants' principal executive offices)

Thomas J. Mullin, Esq.  
 Executive Vice President and General Counsel  
 Constellation Brands, Inc.  
 300 WillowBrook Office Park  
 Fairport, New York 14450  
 585-218-3650

(Name, address, including zip code, and telephone number,  
 including area code, of agent for service)

Copy to:

Bernard S. Kramer, Esq.  
 McDermott, Will & Emery  
 227 West Monroe Street  
 Chicago, Illinois 60606-5096

Approximate date of commencement of proposed sale of securities to the public: From time to time after the effective date of this registration statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

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**EXPLANATORY NOTE**

This Post-Effective Amendment No. 1 to Form S-3 Registration Statement is being filed solely to add Exhibits 12, 23.3 and 23.4 hereto to the Registration Statement on Form S-3 (Registration No. 333-63480) in accordance with Rule 462(d) under the Securities Act of 1933, as amended.

**PART II**  
**INFORMATION NOT REQUIRED IN THE PROSPECTUS**

**ITEM 16. Exhibits**

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
1*	Form of Underwriting Agreement
4.1**	Indenture, dated February 25, 1999, by and among the registrants and BNY Midwest Trust Company (as successor to Harris Trust and Savings Bank) (filed as Exhibit 99.1 to the registrant's Current Report on Form 8-K filed on March 3, 1999, and incorporated herein by reference)
4.2**	Supplemental Indenture No. 3, dated August 6, 1999, by and among the registrants and BNY Midwest Trust Company (as successor to Harris Trust and Savings Bank) (filed as Exhibit 4.20 to the registrant's Quarterly Report on Form 10-Q for the quarterly period ended August 31, 1999, and incorporated herein by reference)
4.3**	Supplemental Indenture No. 4, dated May 15, 2000, by and among the registrants and BNY Midwest Trust Company (as successor to Harris Trust and Savings Bank) (filed as Exhibit 4.1 to the registrant's Current Report on Form 8-K filed on May 12, 2000, and incorporated herein by reference)
4.4**	Supplemental Indenture No. 5, dated September 14, 2000, by and among the registrants and BNY Midwest Trust Company (as successor to The Bank of New York) (filed as Exhibit 4.1 to the registrant's Quarterly Report on Form 10-Q for the quarterly period ended August 31, 2000, and incorporated herein by reference)
4.5**	Indenture, dated February 21, 2001, by and among the registrants and BNY Midwest Trust Company (filed as Exhibit 4.1 to the registrant's Registration Statement on Form S-4 (No. 333-60720) and incorporated herein by reference)
4.6**	Supplemental Indenture No. 6, dated as of August 21, 2001, by and among the registrants and BNY Midwest Trust Company (supplementing the Indenture dated February 25, 1999)
4.7**	Supplemental Indenture No. 1, dated as of August 21, 2001, by and among the registrants and BNY Midwest Trust Company (supplementing the Indenture dated February 21, 2001)
5.1**	Opinion of McDermott, Will & Emery
12	Computation of Ratio of Earnings to Fixed Charges
23.1**	Consent of Arthur Andersen LLP
23.2**	Consent of McDermott, Will & Emery (included as part of Exhibit 5.1)
23.3	Consent of KPMG LLP
23.4	Consent of PricewaterhouseCoopers
24**	Powers of Attorney (included on the signature pages of the registration statement)
25.1**	Statement of Eligibility of Trustee on Form T-1 for the indenture filed as Exhibit 4.1 to the registration statement (filed as Exhibit 25 to the registrant's Registration Statement on Form S-3 (No. 333-91587) and incorporated herein by reference)
25.2**	Statement of Eligibility of Trustee on Form T-1 for the indenture filed as Exhibit 4.5 to the registration statement (filed as Exhibit 25.1 to the registrant's Registration Statement on Form S-4 (No. 333-60720) and incorporated herein by reference)

\* To be filed as an exhibit to a report on Form 8-K.

\*\* Previously filed.

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post Effective Amendment No. 1 to Form S-3 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Perinton, State of New York on July 14, 2003.

CONSTELLATION BRANDS, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Executive Vice President and Chief Financial Officer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Richard Sands	Chairman of the Board, Chief Executive Officer and a Director (Principal Executive Officer)
* _____ Robert Sands	President, Chief Operating Officer and a Director
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Executive Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)
* _____ Thomas C. McDermott	Director
* _____ James A. Locke III	Director
* _____ Paul L. Smith	Director
* _____ George Bresler	Director
* _____ Jeananne K. Hauswald	Director

\*By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Attorney-in-fact

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Form S-3 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Perinton, State of New York on July 14, 2003.

BATAVIA WINE CELLARS, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
/s/ RICHARD SANDS _____ Richard Sands	President, Chief Executive Officer and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Treasurer (Principal Financial Officer and Principal Accounting Officer)
/s/ ROBERT SANDS _____ Robert Sands	Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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BARTON INCORPORATED

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Alexander L. Berk	President, Chief Executive Officer and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer and a Director [?]
* _____ Edward L. Golden	Vice President and a Director
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
* _____ William F. Hackett	Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Form S-3 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Perinton, State of New York on July 14, 2003.

BARTON BRANDS, LTD.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Edward L. Golden	President and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer, and a Director
* _____ Alexander L. Berk	Executive Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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BARTON BEERS, LTD.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

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<u>Signature</u>	<u>Title</u>
* _____ Richard Sands	Chief Executive Officer and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer, and a Director
* _____ Alexander L. Berk	Executive Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
* _____ William F. Hackett	President and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	



**SIGNATURES**

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BARTON BRANDS OF CALIFORNIA, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Alexander L. Berk	President and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer and a Director
* _____ Edward L. Golden	Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director

\*By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Attorney-in-fact

**SIGNATURES**

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BARTON BRANDS OF GEORGIA, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Alexander L. Berk	President and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer, and a Director
* _____ Edward L. Golden	Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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BARTON DISTILLERS IMPORT CORP.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

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<u>Signature</u>	<u>Title</u>
* _____ Alexander L. Berk	President and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer, and a Director
* _____ Edward L. Golden	Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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BARTON FINANCIAL CORPORATION

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Troy J. Christensen	President, Secretary and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Michael A. Napientek	Assistant Secretary and a Director

\*By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Attorney-in-fact

**SIGNATURES**

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BARTON BEERS OF WISCONSIN, LTD.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ James P. Ryan	President, Chief Executive Officer and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer and a Director
* _____ Alexander L. Berk	Executive Vice President and a Director
* _____ William F. Hackett	Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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MONARCH IMPORT COMPANY

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ James P. Ryan	Chief Executive Officer and Vice President (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer and a Director
* _____ Alexander L. Berk	President and a Director
* _____ William F. Hackett	Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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CANANDAIGUA WINE COMPANY, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Jon Moramarco	President and Chief Executive Officer (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Treasurer (Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director

\*By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Attorney-in-fact

---

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CONSTELLATION INTERNATIONAL HOLDINGS LIMITED

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities on July 14, 2003.

Signature

Title

/s/ RICHARD SANDS

\_\_\_\_\_  
Richard Sands

President, Chief Executive Officer and Director (Principal Executive Officer)

/s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer

Treasurer (Principal Financial Officer and Principal Accounting Officer)



**SIGNATURES**

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ROBERTS TRADING CORP.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
President and Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	President and Treasurer (Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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CANANDAIGUA LIMITED

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Finance Director

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Robert Sands	Chief Executive Officer and a Director (Principal Executive Officer and Authorized Representative in the United States)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Finance Director (Principal Financial Officer and Principal Accounting Officer)
* _____ Anne Colquhoun	Secretary and a Director
* _____ Nigel Hodges	Treasurer and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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BARTON CANADA, LTD.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Alexander L. Berk	President and a Director (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President (Principal Financial Officer and Principal Accounting Officer)
* _____ Troy J. Christensen	Senior Vice President, Treasurer and a Director
* _____ Edward L. Golden	Vice President and a Director
* _____ Elizabeth Kutyla	Senior Vice President, Secretary and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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FRANCISCAN VINEYARDS, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President and Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Agustin Francisco Huneeus	President and Chief Executive Officer (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President and Treasurer (Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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ALLBERRY, INC.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President and Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Agustin Francisco Huneeus	President (Principal Executive Officer)
_____ Thomas S. Summer	Vice President and Treasurer (Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

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CLOUD PEAK CORPORATION

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President and Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Agustin Francisco Huneeus	President (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President and Treasurer (Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Form S-3 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Perinton, State of New York on July 14, 2003.

M.J. LEWIS CORP.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President and Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Agustin Francisco Huneeus	President (Principal Executive Officer)
_____ Thomas S. Summer	Vice President and Treasurer (Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Form S-3 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Perinton, State of New York on July 14, 2003.

MT. VEEDER CORPORATION

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Vice President and Treasurer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
* _____ Agustin Francisco Huneeus	President (Principal Executive Officer)
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Vice President and Treasurer (Principal Financial Officer and Principal Accounting Officer)
* _____ Richard Sands	Vice President and a Director
* _____ Robert Sands	Vice President and a Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	



**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to Form S-3 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Perinton, State of New York on July 14, 2003.

CANANDAIGUA B.V.

By: /s/ THOMAS S. SUMMER

\_\_\_\_\_  
Thomas S. Summer  
Chief Financial Officer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to Form S-3 Registration Statement has been signed by the following persons in the capacities indicated on July 14, 2003.

<u>Signature</u>	<u>Title</u>
*	Managing Director (Principal Executive Officer)
_____ G.A.L.R. Diepenhorst	
/s/ THOMAS S. SUMMER _____ Thomas S. Summer	Chief Financial Officer and Authorized Representative in the United States (Principal Financial Officer and Principal Accounting Officer)
/s/ DICK HAARSMA _____ Dick Haarsma	Managing Director
*By: /s/ THOMAS S. SUMMER _____ Thomas S. Summer Attorney-in-fact	

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## EXHIBIT INDEX

Exhibit Number	Description of Exhibit
1*	Form of Underwriting Agreement
4.1**	Indenture, dated February 25, 1999, by and among the registrants and BNY Midwest Trust Company (as successor to Harris Trust and Savings Bank) (filed as Exhibit 99.1 to the registrant's Current Report on Form 8-K filed on March 3, 1999, and incorporated herein by reference)
4.2**	Supplemental Indenture No. 3, dated August 6, 1999, by and among the registrants and BNY Midwest Trust Company (as successor to Harris Trust and Savings Bank) (filed as Exhibit 4.20 to the registrant's Quarterly Report on Form 10-Q for the quarterly period ended August 31, 1999, and incorporated herein by reference)
4.3**	Supplemental Indenture No. 4, dated May 15, 2000, by and among the registrants and BNY Midwest Trust Company (as successor to Harris Trust and Savings Bank) (filed as Exhibit 4.1 to the registrant's Current Report on Form 8-K filed on May 12, 2000, and incorporated herein by reference)
4.4**	Supplemental Indenture No. 5, dated September 14, 2000, by and among the registrants and BNY Midwest Trust Company (as successor to The Bank of New York) (filed as Exhibit 4.1 to the registrant's Quarterly Report on Form 10-Q for the quarterly period ended August 31, 2000, and incorporated herein by reference)
4.5**	Indenture, dated February 21, 2001, by and among the registrants and BNY Midwest Trust Company (filed as Exhibit 4.1 to the registrant's Registration Statement on Form S-4 (No. 333-60720) and incorporated herein by reference)
4.6**	Supplemental Indenture No. 6, dated as of August 21, 2001, by and among the registrants and BNY Midwest Trust Company (supplementing the Indenture dated February 25, 1999)
4.7**	Supplemental Indenture No. 1, dated as of August 21, 2001, by and among the registrants and BNY Midwest Trust Company (supplementing the Indenture dated February 21, 2001)
5.1**	Opinion of McDermott, Will & Emery
12	Computation of Ratio of Earnings to Fixed Charges
23.1**	Consent of Arthur Andersen LLP
23.2**	Consent of McDermott, Will & Emery (included as part of Exhibit 5.1)
23.3	Consent of KPMG LLP
23.4	Consent of PricewaterhouseCoopers
24**	Powers of Attorney (included on the signature pages of the registration statement)
25.1**	Statement of Eligibility of Trustee on Form T-1 for the indenture filed as Exhibit 4.1 to the registration statement (filed as Exhibit 25 to the registrant's Registration Statement on Form S-3 (No. 333-91587) and incorporated herein by reference)
25.2**	Statement of Eligibility of Trustee on Form T-1 for the indenture filed as Exhibit 4.5 to the registration statement (filed as Exhibit 25.1 to the registrant's Registration Statement on Form S-4 (No. 333-60720) and incorporated herein by reference)

\* To be filed as an exhibit to a report on Form 8-K.

\*\* Previously filed.

**CONSTELLATION BRANDS, INC. AND SUBSIDIARIES**  
**STATEMENT OF COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES**  
(in thousands of dollars)

	For the Years Ended February 28,			For the Year Ended February 29, 2000	For the Year Ended February 28, 1999
	2003	2002	2001		
<b>Earnings: (a)</b>					
Income before provision for income taxes	334,936	229,959	\$ 162,237	\$ 128,959	\$ 104,430
Add fixed charges	112,799	122,869	116,171	114,045	46,497
<b>Earnings</b>	<b>\$ 447,735</b>	<b>\$ 352,828</b>	<b>\$ 278,408</b>	<b>\$ 243,004</b>	<b>\$ 150,927</b>
<b>Fixed Charges:</b>					
Interest on debt and capitalized leases	\$ 106,950	\$ 116,387	\$ 110,964	\$ 110,017	\$ 43,537
Amortization of direct financing costs	3,693	4,068	3,137	2,215	1,867
Amortization of discount on debt	51	514	504	427	388
Interest element of rentals	2,105	1,900	1,566	1,386	705
<b>Total fixed charges</b>	<b>\$ 112,799</b>	<b>\$ 122,869</b>	<b>\$ 116,171</b>	<b>\$ 114,045</b>	<b>\$ 46,497</b>
<b>Ratio of Earnings to Fixed Charges</b>	<b>4.0</b>	<b>2.9</b>	<b>2.4</b>	<b>2.1</b>	<b>3.2</b>

- (a) For the purpose of calculating the ratio of earnings to fixed charges, "earnings" represent income before provision for income taxes plus fixed charges. "Fixed charges" consist of interest expensed and capitalized, amortization of debt issuance costs, amortization of discount on debt, and the portion of rental expense which management believes is representative of the interest component of lease expense.

**INDEPENDENT AUDITORS' CONSENT**

The Board of Directors  
Constellation Brands, Inc.:

We consent to the incorporation by reference in this registration statement on Form S-3 (No. 333-63480) of Constellation Brands, Inc. of our report dated April 9, 2003, with respect to the consolidated balance sheet of Constellation Brands, Inc. and subsidiaries as of February 28, 2003, and the related consolidated statements of income, changes in stockholders' equity and cash flows for the year then ended, which report appears in the February 28, 2003, annual report on Form 10-K of Constellation Brands, Inc. and to the reference to our firm under the heading "Experts" in the prospectus included in this registration statement.

Our report refers to our audit of the disclosures added and reclassifications and adjustments that were applied to restate the February 28, 2002 and 2001 consolidated financial statements, as more fully described in Notes 1 and 2 to the consolidated financial statements. However, we were not engaged to audit, review or apply any procedures to the February 28, 2002 and 2001 consolidated financial statements other than with respect to such disclosures, reclassifications and adjustments.

/s/ KPMG LLP  
Rochester, New York  
July 11, 2003

**CONSENT OF CHARTERED ACCOUNTANTS**

We hereby consent to the incorporation by reference in this Amendment No. 1 to the Registration Statement on Form S-3 (File No. 333-63480) of Constellation Brands, Inc. of our report dated March 6, 2003, except for notes 37 and 38 for which the date is April 23, 2003, relating to the financial statements of BRL Hardy Limited, which appears in the Current Report on Form 8-K/A of Constellation Brands, Inc. filed on June 9, 2003. We also consent to the reference to us under the heading "Experts" in such Registration Statement.

/s/ PricewaterhouseCoopers  
Adelaide, Australia  
July 11, 2003