

F01000000975



ACCOUNT NO. : 072100000032

REFERENCE : 998860 5158913

AUTHORIZATION : *Patricia Pigott*

COST LIMIT : \$ 70.00

FILED
01 FEB 20 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 9, 2001

ORDER TIME : 10:17 AM

ORDER NO. : 998860-005

900003742989--2

CUSTOMER NO: 5158913

CUSTOMER: Ms. Kim L. Noel
Snyder's Of Hanover, Inc.
1250 York Street
P.O. Box 917
Hanover, PA 17331

FILED
01 FEB 20 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

(Handwritten initials)

NAME: SOH DISTRIBUTION COMPANY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
01 FEB 20 AM 10:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

BR 2/20

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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SECRETARY OF STATE

1. SOH Distribution Company, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 232999029
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 26, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
1250 York Street
7. Hanover, PA 17331
(Principal office address)
1250 York Street, Hanover, PA 17331
(Current mailing address)
See Attached Rider 1
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Monique Weaver, Asst Secretary

(Registered agent's signature)

Monique Weaver, Asst Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

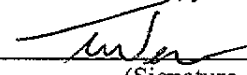
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas G. Weisser, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

RIDER 1

FL-Application by Foreign Corporation for Authorization

SOH Distribution Company, Inc.

To engage in the sale and distribution of pretzels and other snack foods and to engage in any lawful act or activity for which corporations may be organized under the general corporation laws of Delaware. To engage in any act or activity for which corporations may be organized.

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TALLAHASSEE, FLORIDA

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

SOH Distribution Company, Inc.

List of Officers

Name: Thomas G Weisser
Bus. Addr.: 1250 York Street, Hanover, PA 17331

Title: President

Name: Thomas G Weisser
Bus. Addr.: 1250 York Street, Hanover, PA 17331

Title: Secretary

Name: Thomas G Weisser
Bus. Addr.: 1250 York Street, Hanover, PA 17331

Title: Treasurer

List of Directors

Name: Thomas G Weisser
Bus. Addr.: 1250 York Street, Hanover, PA 17331

Term: Mar 26, 2001

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOH DISTRIBUTION COMPANY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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01 FEB 20 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3021954 8300

AUTHENTICATION: 0976484

010077911

DATE: 02-16-01