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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Best Vendors Management, Inc.

Certificate of Status	0
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Page Count	05
Estimated Charge	\$70.00

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11-19-03

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.

1. Best Vendors Management, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 42-1607162
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/14/2003 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.)

7. 2400 Yorkmont Road, Charlotte, NC 28217
(Principal office address)

2400 Yorkmont Road, Charlotte, NC 28217
(Current mailing address)

8. Food and Vending Service
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation Florida 33324
(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.

C T Corporation System
By: [Signature] Allan Farnell, Vice President
(Registered agent's signature)

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:

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A. DIRECTORS

Chairman: Thomas G. Ondrof

Address: 2400 Yorkmont Road

Charlotte, NC 28217

Vice Chairman: Johnny C. Taylor, Jr.

Address: 2400 Yorkmont Road

Charlotte, NC 28217

Director: Antony G. Shearer

Address: 2400 Yorkmont Road

Charlotte, NC 27217

Director: _____

Address: _____

B. OFFICERS

President: Thomas G. Ondrof

Address: 2400 Yorkmont Road

Charlotte, NC 28217

Vice President: Johnny C. Taylor, Jr.

Address: 2400 Yorkmont Road

Charlotte, NC 28217

Secretary: Johnny C. Taylor, Jr.

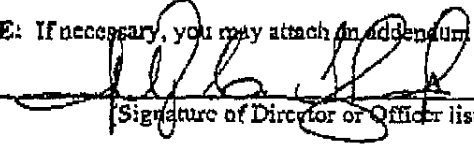
Address: 2400 Yorkmont Road, Charlotte, NC 28217

Treasurer: Gary Z. Zauf

Address: 2400 Yorkmont Road, Charlotte, NC 28217

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M. J. J.

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Johnny C. Taylor, Jr., Director, Executive VP, General Counsel & Secretary
(Typed or printed name and capacity of person signing application)

DIRECTORS

Thomas G. Ondrof
Johnny C. Taylor, Jr.
Antony G. Shearer

OFFICERS

<u>NAME</u>	<u>TITLE</u>
Thomas G. Ondrof	President & CEO
Johnny C. Taylor, Jr.	Executive Vice President, General Counsel & Secretary
Gary Z. Zauf	Treasurer
Kristin E. Briotte	Assistant Secretary
Deborah K. Delano	Assistant Secretary – Tax
Richard J. Rossitch	Assistant Secretary
Nicole Tharrington	Assistant Secretary
C. Phillip Wells	Assistant Secretary
Laurence B. Jones	Assistant Secretary

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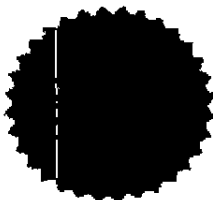
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEST VENDORS MANAGEMENT, 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2756209

DATE: 11-18-03