

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000025878 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

2005 JAN 31 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

四三二一

FOREIGN PROFIT QUALIFICATION

RE Rich Family Holding Corporation

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

Electronic Filing Map

Corporate Filing

Public Access To:

**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. R E Rich Family Holding Corporation

(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

(State or country under the law of which it is incorporated)

3. 160903761

(FEI number, if applicable)

4. 03/31/1963

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. One Robert Rich Way, Buffalo, NY 14213

(Principal office address)

same

(Current mailing address)

8. Stock holding corporation for a food manufacturer, sale and marketing of frozen foods.
(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida

33324

(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.

CT Corporation System

By: Carl Kreeb Carl Kreeb, Asst. Secretary
(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:

2005 JAN 31 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

A. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

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. William E. Grieshaber, Jr.
(Signature of Director or Officer listed in number 12 of the application)14. William E. Grieshaber, Jr., Assistant Secretary
(Typed or printed name and capacity of person signing application)2005 JAN 31 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

01/31/2005 16:10

18502229428

CTCORPORATIONSYSTEM

PAGE 04/05
F.03/07

DIRECTORS OF R E RICH FAMILY HOLDING COPORATION

NAME	BUSINESS ADDRESS
Robert E. Rich	One Robert Rich Way, Buffalo, NY 14213
Robert E. Rich, Jr.	One Robert Rich Way, Buffalo, NY 14213
David A. Rich	One Robert Rich Way, Buffalo, NY 14213
Herbert R. Kusche	One Robert Rich Way, Buffalo, NY 14213
Jonathan Golden	2800 One Atlantic Center, 1201 West Peachtree Street, Atlanta GA 30309
William G. Gisef, Jr.	One Robert Rich Way, Buffalo, NY 14213
Melinda R. Rich	One Robert Rich Way, Buffalo, NY 14213
Grace Rich	One Robert Rich Way, Buffalo, NY 14213
Vicki D. Rich	One Robert Rich Way, Buffalo, NY 14213

2005 JAN 31 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

OFFICERS OF R E RICH FAMILY HOLDING COPRORATION

NAME	TITLE	BUSINESS ADDRESS
Robert E. Rich	Chairman and Co-CEO	One Robert Rich Way, Buffalo, NY 14213
Robert E. Rich, Jr.	President and Co-CEO	One Robert Rich Way, Buffalo, NY 14213
Melinda R. Rich	Executive Vice President - Innovation & President Rich Entertainment Group	One Robert Rich Way, Buffalo, NY 14213
William G. Gisel, Jr.	Chief Operating Officer	One Robert Rich Way, Buffalo, NY 14213
Christopher T. Dunstan	Executive Vice President and Chief Financial Officer	One Robert Rich Way, Buffalo, NY 14213
Maureen O. Hurley	Executive Vice President Legal, Communications, Human Resources, Corporate Services	One Robert Rich Way, Buffalo, NY 14213
William V. Gilmore	Senior Vice President and Chief Procurement Officer	One Robert Rich Way, Buffalo, NY 14213
Paul Klein	Senior Vice President Information Systems and Chief Information Officer	One Robert Rich Way, Buffalo, NY 14213
David A. Rich	Vice President and Secretary	One Robert Rich Way, Buffalo, NY 14213
Joseph W. Segarra	Vice President Finance	One Robert Rich Way, Buffalo, NY 14213
Jill K. Bond	Vice President, General Counsel	One Robert Rich Way, Buffalo, NY 14213
Vicki D. Rich	Vice President, Hospitality, Customer Relations	One Robert Rich Way, Buffalo, NY 14213
John Dougherty	Assistant Treasurer	One Robert Rich Way, Buffalo, NY 14213
Jonathan Golden	Assistant Secretary	2800 One Atlantic Center, 1201 West Peachtree Street, Atlanta, GA 30309-3450
William E. Grieshaber, Jr.	Assistant Secretary	One Robert Rich Way, Buffalo, NY 14213
Judith A. Maurer	Assistant Secretary	One Robert Rich Way, Buffalo, NY 14213

2005 JAN 31 AM 9:51
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

Delaware

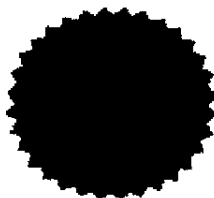
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "R E RICH FAMILY HOLDING CORPORATION" 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 TWENTY-SEVENTH DAY OF JANUARY, A.D. 2005.

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

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0623607 8300

AUTHENTICATION: 3645606

050069653

DATE: 01-27-05

TOTAL P.07