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4/4/14
JG



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : I20000000195

REFERENCE : 075087 7818071

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE : March 28, 2014

ORDER TIME : 2:55 PM

ORDER NO. : 075087-005

CUSTOMER NO: 7818071

FOREIGN FILINGS

NAME: FLATOUT, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____

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075087



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 31, 2014

CSC NETWORKS
ATTN: SUSIE KNIGHT

SUBJECT: FLATOUT, INC.
Ref. Number: W14000020049

RESUBMIT
Please give original
submission date as file date.

We have received your document for FLATOUT, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 114A00006748

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**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. Flatout, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
Flatout Flatbread Inc
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12-7-2009 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 04/14/2014
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 1422 Woodland Dr Saline MI 48176
(Principal office address)
1422 Woodland Dr Saline MI 48176
(Current mailing address)

8. **OUTSIDE SALES**

(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: 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

Sue G. Knight
Assistant Vice President

By: 
(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.

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14 MAR 20 AM 8:45

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

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DIVISION OF CORPORATIONS

14 MAR 28 AM 8:45

A. DIRECTORS

Chairman: Dennis Jenson

Address: 1422 Woodland Dr Saline MI 48176

Vice Chairman: Jon Canarick

Address: 1422 Woodland Dr Saline MI 48176

Director: Lou Marinaccio

Address: 1422 Woodland Dr Saline MI 48176

Director: Stacey Marsh

Address: 1422 Woodland Dr Saline MI 48176

B. OFFICERS

President: Stacey Marsh

Address: 1422 Woodland Dr Saline MI 48176

Vice President: Michael Marsh

Address: 1422 Woodland Dr Saline MI 48176

Secretary: Lou Marinaccio

Address: 1422 Woodland Dr Saline MI 48176

Treasurer: Kathy Capelli

Address: 1422 Woodland Dr Saline MI 48176

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

13. Kathy G. Capelli
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Kathy Capelli Treasurer

(Typed or printed name and capacity of person signing application)

Flatout, Inc. Board of Directors

Name	Title	Address
Chip Baird	Director	1422 Woodland Dr Saline MI 48176
Jason Duzan	Director	1422 Woodland Dr Saline MI 48176
Michael Marsh	Director	1422 Woodland Dr Saline MI 48176

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLATOUT, 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 TWENTY-EIGHTH DAY OF MARCH, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FLATOUT, INC." WAS INCORPORATED ON THE SEVENTH DAY OF DECEMBER, A.D. 2009.

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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4761056 8300

140398335



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1249135

DATE: 03-28-14