

Document Number Only
F96000003767

CT CORPORATION SYSTEM
 Requestor's Name
 660 East Jefferson Street
 Address
 Tallahassee, FL 32301 222-1092
 City State Zip Phone
CORPORATION(S) NAME

1 00000150442 1
 -07/25/96--01068--002
 *****70.00 *****70.00
 1 00000150442 1
 -07/25/96--01068--003
 *****70.75 *****70.75

Edwards Baking Company

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
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- Amendment
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7-25

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Edwards Baking Company
(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. Georgia 3. 58-1972808
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/08/91 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "Perpetual")
6. On or about 7/26/96
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. One Tower Lane, Suite 1700
Oakbrook Terrace, IL 60180
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under the Business Corporation Code of the State of Georgia and permitted under the Florida General Corporation Act.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:


Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, 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.

By:  Asst. Secretary
(Registered agent's signature) Beth A. Pope

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 addresses of officers and/or directors:

A. DIRECTORS

Director: ~~XXXXXXXX~~ Kevin M. Kelley

Address: 712 Fifth Avenue, 40th Floor

New York, NY 10019

Director: ~~XXXXXXXX~~ Thomas M. Garvin

Address: One Tower Lane, Suite 1700

Oakbrook Terrace IL 60180

Director: Timothy C. Collins

Address: 712 Fifth Avenue, 40th Floor
New York, NY 10019

Director: _____

Address: _____

B. OFFICERS

President: Thomas M. Garvin

and Treasurer

Address: One Tower Lane, Suite 1700

Oakbrook Terrace, IL 60180

Vice President: Kevin M. Kelley

and Secretary

Address: 712 Fifth Avenue, 40th Floor

New York, NY 10019

Assistant Secretary: John M. Duryea

Address: 712 Fifth Avenue, 40th Floor

New York, NY 10019

~~Treasurer~~ _____

Address: _____

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

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

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

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 962050597
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DATE INC/AUTH/FILED : 12/09/1991
JURISDICTION : GEORGIA
PRINT DATE : 07/23/1996
FORM NUMBER : 0211

CT CORPORATION SYSTEM
RUDENE REMBERT
1201 PEACHTREE STREET, NE
ATLANTA, GA 30361

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

EDWARDS BAKING COMPANY
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey

Lewis A. Massey
Secretary of State

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