

F98000005032



ACCOUNT NO. : 072100000032

REFERENCE : 951259 4319531

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : September 3, 1998

ORDER TIME : 9:52 AM

ORDER NO. : 951259-005

500002633425--5

CUSTOMER NO: 4319531

CUSTOMER: Linda F. Hartdegen, Legal Asst
Sysco Corporation
1390 Enclave Parkway

Houston, TX 770772099

FOREIGN FILINGS

NAME: SYSCO FOOD SERVICES OF CENTRAL ALABAMA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 SEP -8 AM 11:01
mtm
9/8
 RECEIVED
 98 SEP -8 AM 10:30
 DIVISION OF CORPORATION

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. Sysco Food Services of Central Alabama, 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 76-0527338
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 25, 1996 Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. Sysco Food Services of Central Alabama, Inc.
1390 Enclave Parkway, Houston, TX 77077
(Current mailing address)
Wholesale distribution of food and non-food related products.

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee Florida
(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: [Signature]
(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.

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 SEP - 8 AM 11:01
 NOT

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

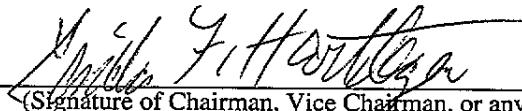
Secretary: _____

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. Linda F. Hartdegen , Assistant Secretary
(Typed or printed name and capacity of person signing application)

Linda F. Hartdegen, Assistant Secretary

Application of Sysco Food Services of Central Alabama, Inc.

A. DIRECTORS

O. Wayne Duncan
2225 Riverdale Road
College Park, GA 30349

David R. Dickson
One Hermitage Plaza
Nashville, TN 37209

Thomas P. Kurz
1390 Enclave Parkway
Houston, TX 77077

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 AM 11:01

OFFICERS

David R. Dickson
One Hermitage Plaza
Nashville, TN 37209

President and Chief Executive Officer

Thomas P. Kurz
1390 Enclave Parkway
Houston, TX 77077

Vice President

Diane Day Sanders
1390 Enclave Parkway
Houston, TX 77077

Treasurer

Steven M. Miller
One Hermitage Plaza
Nashville, TN 37209

Secretary

Kent R. Berke
1390 Enclave Parkway
Houston, TX 77077

Assistant Secretary

Connie S. Brooks
1390 Enclave Parkway
Houston, TX 77077

Assistant Secretary

Linda F. Hartdegen
1390 Enclave Parkway
Houston, TX 77077

Assistant Secretary

Donna L. Kerns
1390 Enclave Parkway
Houston, TX 77077

Assistant Treasurer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP - 8 AM 11:01

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYSCO FOOD SERVICES OF CENTRAL ALABAMA, 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 THIRD DAY OF SEPTEMBER, A.D. 1998.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 AM 11:01

2687860 8300

981345259



9286671
09-03-98

Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: