

FO0000002774
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Best, LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following: 200003175782--4

Angeline Taylor
(Name of Person)

Fine Host Corporation
(Firm/Company)

3 Greenwich Office Park
(Address)

Greenwich CT 06831
(City/State/Zip)

-03/20/00--01090--003
*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

Angeline Taylor at (800) 758-~~8000~~ 9631 x22618
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
00 MAY 17 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 22, 2000

AUGELINE TAYLOR *Angeline Taylor*
FINE HOST CORPORATION
3 GREENWICH OFFICE PARK
GREENWICH, CT 06831

SUBJECT: BEST, INC.
Ref. Number: W00000007663

FILED
00 MAY 17 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BEST, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please return 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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 100A00015876

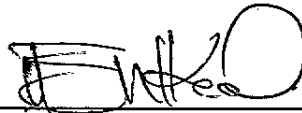
**CONSENT TO ACTION
IN LIEU OF MEETING
OF THE
SOLE DIRECTOR
OF
BEST, INC.**

The undersigned, being the sole member of the Board of Directors of: BEST, INC., a Minnesota corporation (the "Corporation"), does hereby consent, in accordance with Chapter 302A.171 of the Minnesota Business Corporation Act, to the adoption of the following resolution:

RESOLVED, that the Corporation hereby authorizes the adoption of the name: "Best, Inc. A Fine Host Company" as an alternate name for use in the State of Florida.

Dated as of May 2, 2000

By:



Name: Ellen Keats
Title: Sole Director

FILED
00 MAY 17 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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, 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. MINNESOTA 3. 41-1251628
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JUNE 6, 1975 5. 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. 1000 9/0 FINE HOST CORPORATION
3 GREENWICH OFFICE PARK - GREENWICH CT 06831
(Current mailing address)

8. FOOD MANAGEMENT SERVICES
(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: CT Corporation System - Registered Office
Office Address: 1200 S. PINE ISLAND RD 9/0 CT CORP SYSTEM
PLANTATION, Florida, 33324
(Zip code)

FILED
MAY 17 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Charles W. Meyer
CHARLES W. MEYER (Registered agent's signature)
ASSISTANT SECRETARY

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Director-Chairman: Norman Habenmann
Address: c/o Fine Host Corporation - 3 Greenwich Office Park
Greenwich CT 06831

Director-Vice Chairman: Jeffrey Aronson
Address: c/o Angelo, Gordon + Co - 245 Park Ave - 26th Fl
New York, NY 10167

Director: Jeffrey Altman
Address: c/o Heine / Franklin Mutual Advisors - 51 JFK Parkway
Short Hills, NJ 07078

Director: Ross Mavroples
Address: c/o Saloman Smith Barney - 7 World Trade Center
38th Fl - New York, NY 10048

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

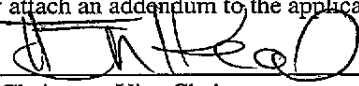
President: Mark Simkiss
Address: c/o Fine Host Corporation - 3 Greenwich Office Park
Greenwich CT 06831

FD + Treasurer Vice President: Kavi Sediaz
Address: c/o Fine Host Corporation - 3 Greenwich Office Park
Greenwich CT 06831

Secretary SV Secretary General Counsel: Allen Keats
Address: c/o Fine Host Corp. - 3 Greenwich Office Park
Greenwich CT 06831

Group President Treasurer: Chris Vervos
Address: c/o Fine Host Corp. - 3 Greenwich Office Park
Greenwich CT 06831

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. Ellen Keats - Director
(Typed or printed name and capacity of person signing application)

FILED
00 MAY 17 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

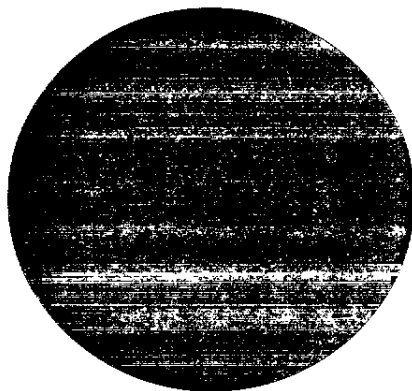
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Best, Inc.

Date Formed: 06/06/1975

Chapter Governed By: 302A

This certificate has been issued on 03/14/00.



Mary Kiffmeyer
Secretary of State.