

FO0000004284

Holland & Knight LLP
Requester's Name

315 S. Calhoun St., suite 600
Address

Tallahassee, Fl. 32301 425-5675
City/State/Zip Phone #

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JUL 31 AM 11:37

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. E Brands Inc
(Corporation Name) (Document #) 000003339960--1
-07/31/00--01040--008
*****87.50 *****87.50
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 4:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

3

RECEIVED
00 JUL 31 AM 9:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/27/31

Examiner's Initials

TRANSMITTAL LETTER

RECEIVED
DIVISION OF CORPORATIONS
00 JUL 31 AM 11:37

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: EBrands, Inc.
(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:

Carolyn Casey
(Name of Person)
Holland & Knight, LLP.
(Firm/Company)
315 S. Calhoun Street, Suite 600
(Address)
Tallahassee, FL 32301
(City/State/Zip)

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

Carolyn Casey at (850) 425-5687
(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

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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

DEPARTMENT OF STATE
CORPORATIONS
00 01 31 AM 11:37

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. EBrands, 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. Texas 3. 75-6567932
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1-24-2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. To open restaurant on September 14, 2000.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 7540 LBJ Freeway, Suite 100 (Attn: Cynthia Gibson)
Dallas, Texas 75251
(Current mailing address)

8. Restaurant Operation
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Laura R. Dunlap

(Registered agent's signature)

Laura R. Dunlap
as its agent

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)

STATE OF TEXAS
DEPARTMENT OF COMMERCE
00 JUL 31 AM 11:37

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

Chairman: Wallace B. Doolin

Address: 5909 Luther Lane

Dallas, TX 75225

Vice Chairman: _____

Address: _____

Director: Royce Ring

Address: 14700 Marsh Lane

Addison, Texas

Director: Carol Chopp

Address: 5310 Keller Springs #125

Dallas, TX

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

President: Royce Ring

Address: 14700 Marsh Lane

Addison, Texas

Vice President: Carol Chopp

Address: 5310 Keller Springs #125

Dallas, Texas

Secretary: Carol Chopp

Address: see above

Treasurer: Royce Ring

Address: see above

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. _____

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



RECEIVED
CORPORATIONS
12 JUL 31 AM 11:37

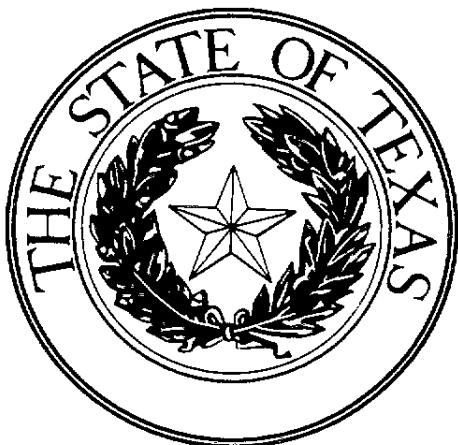
The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

EBRANDS, INC.
File No. 1566787-0

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on July 26, 2000.*

Elton Bomer
Secretary of State

VT