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TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: Bravo! Foods, 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:

Roy Warren
(Name of Person)

Bravo! Foods, Inc.
(Firm/Company)

11300 U.S. Highway 1, Suite 202

North Palm Beach, FL 33408
(Address)

(City/State/Zip)

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

Roy Toulan at (617) 523-6000
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration 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

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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. Bravo! Foods, 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 3. 65-1017915
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 3, 1999 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. a. 11300 U.S. Highway 1, Suite 202, North Palm Beach, FL 33408
(Principal office address)
11300 U.S. Highway 1, Suite 202, North Palm Beach, FL 33408
b. _____
(Current mailing address)
8. Serve as a licensing management company
(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: John Lurvey
Office Address: 1801 Centre Park Dr. East, Suite 200
West Palm Beach, Florida 33401
(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.

(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.

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

A. DIRECTORS (See Addendum Attached)

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Tony Guiliano

Address: 9189 Forest Hill Lane,
Germantown, TN 38139

Director: Roy Warren

Address: 119 Ebbtide
North Palm Beach, FL 33408

B. OFFICERS (See Addendum Attached)

President: Tony Guiliano

Address: 9189 Forest Hill Lane
Germantown, TN 38139

Vice President: N/A

Address: _____

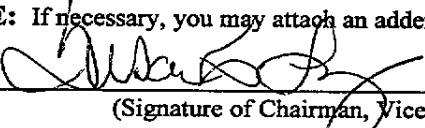
Secretary: Susan E. Lurvey

Address: 6340 Fox Run Circle
Jupiter, FL 33458

Treasurer: Roy Warren

Address: 119 Ebbtide
North Palm Beach, FL 33408

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. Susan E. Lurvey, Assistant Treasurer / Corporate Secretary
(Typed or printed name and capacity of person signing application)

ADDENDUM

12 A Directors (con't):

Arthur Blanding
425 Apache Drive
Janesville, WI 53545

Phillip Pearce
6624 Glenleaf Court
Charlotte, NC 28270

12 B Officers (con't):

Asst. Treasurer: Susan E. Lurvey
6340 Fox Run Circle
Jupiter, FL 33458

FILED
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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 "BRAVO! FOODS, 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 SEVENTEENTH DAY OF MAY, A.D. 2000.

FILED
JUL 21 2000
DELAWARE



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0442478

DATE: 05-17-00