



THE UNITED STATES  
CORPORATION  
COMPANY

# F00000006566

ACCOUNT NO. : 072100000032

REFERENCE : 897897 4323253

AUTHORIZATION : *Patricia Pigatto*

COST LIMIT : \$ ~~3,720.00~~

ORDER DATE : November 14, 2000

ORDER TIME : 3:33 PM

ORDER NO. : 897897-015

CUSTOMER NO: 4323253

CUSTOMER: Roderrick C. Vasser, Legal Asst  
Sara Lee Corporation  
Three First National Plaza

Chicago, IL 60602-4260

FOREIGN FILINGS

NAME: SOUTHERN MEAT DISTRIBUTION  
COMPANY

300003476813--2

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: \_\_\_\_\_

3450  
70

BK 11/27

FILED  
00 NOV 27 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF RECORDS  
00 NOV 27 PM 4:20  
TO: [illegible]  
FROM: [illegible]  
SUBJECT: [illegible]

**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. Southern Meat Distribution 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. Delaware

(State or country under the law of which it is incorporated)

3. 36-4163593

(FEI number, if applicable)

4. June 10, 1997

(Date of incorporation)

5. Perpatual

(Duration: Year corp. will cease to exist or "perpetual")

6. June 29, 1997

(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. c/o CSC, 1201 Hays Street, Tallahassee, Florida 32301

(Principal office address)

c/o Sara Lee Corporation, Three First National Plaza, Chicago IL. 60602

(Current mailing address)

The purpose of the corporation is to engage in any lawful  
act or activity for which corporations may be organized.

8. \_\_\_\_\_

(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

(City)

(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.*

Corporation Service Company

Sandra D. Medina, ASST SECRETARY

(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

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Roderick A. Palmore

Address: Three First National Plaza

Chicago, IL. 60602

Director: R. Henry Kleeman

Address: Three First National Plaza

Chicago, IL. 60602

B. OFFICERS

President: John H. Bryan, III

Address: 100 Churchill Road

West Point, MS 39773

Vice President: R. Henry Kleeman

Address: Three First National Plaza

Chicago, IL. 60602

Secretary: Roderick A. Palmore

Address: Three First National Plaza, Chicago, IL. 60602

Treasurer: Rebert W. Oberrender

Address: Three First National Plaza, Chicago, IL. 60602

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

13. R. H. K.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. R. Henry Kleeman, Vice President

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

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TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

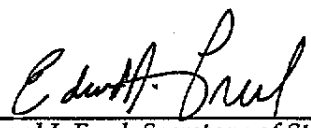
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHERN MEAT DISTRIBUTION COMPANY" 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 FOURTEENTH DAY OF NOVEMBER, A.D. 2000.

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.



  
Edward J. Freel, Secretary of State

2760150 8300

AUTHENTICATION: 0791891

001571957

DATE: 11-14-00