F02000001972

Florida Department of State

Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000092147 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

02 APR 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

```
To:
     Division of Corporations
     Fax Number        : (850)205-0383

From:
     Account Name      : CORPORATE & CRIMINAL RESEARCH SERVICES
     Account Number    : 110450000714
     Phone             : (850)222-1173
     Fax Number        : (850)224-1640
```

RECEIVED
02 APR 19 PM 4:16
DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

SWH CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	$78.75

TB

H02000092147

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. SWH CORPORATION
(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. California
(State or country under the law of which it is incorporated)

3. 95-2883379
(FEI number, if applicable)

4. March 22, 1973
(Date of incorporation)

5. Perpetual
(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. 17852 E. 17th Street, #108, Tustin, CA 92780
(Principal office address)

17852 E. 17th Street, #108, Tustin, CA 92780
(Current mailing address)

8. Restaurant management
(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: ~~NRAI Services, Inc.~~ Jesse Butler

Office Address: ~~526 E. Park Avenue~~ 1529 S.W. 54th Terrace

~~Tallahassee~~ Cape Coral, Florida ~~32301~~ 33914
(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.

NRAI Services, Inc.

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.

02 APR 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

H02000092147

H02000092147

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

A. DIRECTORS

Chairman: Please see the attached Addendum.

Address

Vice Chairman:

Address:

Director:

Address:

Director:

Address

B. OFFICERS

President: Please see the attached Addendum.

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

02 APR 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

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

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

14 ~~James Stefel, Secretary~~ Edward T. Bartholomew, Treasurer
(Typed or printed name and capacity of person signing application)

H02000092147

ADDENDUM TO STATE QUALIFICATION

Directors:

Allan W. Karp
172 Shore Road
Old Greenwich, CT 06870

Christopher K. Reilly
35 Beech Tree Lane
Pelham Manor, NY 10803

Timothy B. Armstrong
65 Prospect Street, #1F
Stanford, CT 06901

Thomas M. Simms
10071 Valley Spring Lane
Toluca Lake, CA 91602

Russell W. Bendel
22431 Antonio Pkwy., Suite B-160 #162
Rancho Santa Margarita, CA 92688

Edward T. Bartholemy
291 Park Avenue
Long Beach, CA 90803

Officers:

Thomas M. Simms, Chief Executive Officer
10071 Valley Spring Lane
Toluca Lake, CA 91602

Russell W. Bendel, President
22431 Antonio Pkwy., Suite B-160 #162
Rancho Santa Margarita, CA 92688

James Stiefel, Secretary
48 Ashwood
Irvine, CA 92604

Edward T. Bartholemy, Treasurer
291 Park Avenue
Long Beach, CA 90803

APPROVED AND FILED
02 APR 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H02000092147

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **22nd day of March, 1973, SWH CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of April 5, 2002.

02 APR 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

BILL JONES
Secretary of State

ch

H02000092147