

CORP DIRECT AGENT, INC. (formerly SCRS)
103 N. MERIDIAN STREET, TALLAHASSEE, FL 323
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT:

DATE:

REF. #:

CORP. NAME:

() ARTICLES OF INCORPORATION

() ANNUAL REPORT

(X) FOREIGN QUALIFICATION

() REINSTATEMENT

() CERTIFICATE OF CANCELLATION

() OTHER:

() ARTICLES OF AMENDMENT

() TRADEMARK/SERVICE MARK

() LIMITED PARTNERSHIP

() MERGER

() UCC-1

() ARTICLES OF DISSOLUTION

() FICTITIOUS NAME

() LIMITED LIABILITY

() WITHDRAWAL

() UCC-3

STATE FEES PREPAID WITH CHECK# 14980 FOR \$ 2300.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

PLEASE RETURN:

() CERTIFIED COPY

() CERTIFICATE OF STATUS

() CERTIFICATE OF GOOD STANDING

(X) PLAIN STAMPED COPY

Examiner's Initials

F02000002503

40000557074117--0
-05/22/02--01018--005
*****70.00 *****70.00

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MAY 20 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-05/22/02--01018--005
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700005574117--0
-05/20/02--01031--019
***2300.00 ***2300.00

COST LIMIT: \$

RECEIVED
MAY 20 AM 10:32
DIVISION OF CORPORATIONS
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. AJN Holdings, 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. 13-4090297
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/27/99 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1/1/2000
(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. One Pepsi Way Somers, New York 10589
(Principal office address)
- One Pepsi Way Somers, NY 10589
(Current mailing address)
8. Payroll Service 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: NRAI Services, Inc.


Office Address: 526 E. Park Avenue

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.

NRAI Services, Inc.

By: 
(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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Director

~~Chairman~~ Alfred H. Drewes

Address: One Pepsi Way Somers, New York 10589

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TALLAHASSEE, FLORIDA

Director

~~Vice Chairman~~ Nicholas J. D'Alessandro

Address: One Pepsi Way, Somers, NY 10589

Director: Steven M. Rapp

Address: One Pepsi Way Somers, NY 10589

Director:

Address:

B. OFFICERS

President: Alfred H. Drewes

Address: One Pepsi Way Somers, NY 10589

Vice President: Judith Lemke

Address: One Pepsi Way Somers, NY 10589

Vice President and

Secretary: Steven M. Rapp

Address: One Pepsi Way Somers, NY 10589

Vice President and

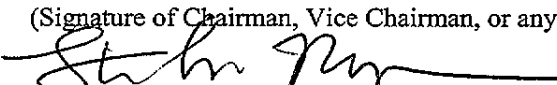
Treasurer: Nicholas J. D'Alessandro

Address: One Pepsi Way Somers, NY 10589

Please see attached

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)
Steven M. Rapp, Vice President and Secretary

ADDITIONAL OFFICERS OF AJN HOLDINGS, INC.

Regina Allegretti-Davenport
One Pepsi Way, Somers, NY 10589

Vice President and Assistant Secretary

Geoffrey Kupferschmid
One Pepsi Way, Somers, NY 10589

Vice President

Celeste Tate
One Pepsi Way, Somers, NY 10589

Vice President

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

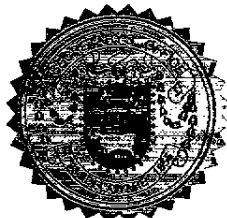
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AJN HOLDINGS, 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 FIFTEENTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AJN HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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020310939

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1779131

DATE: 05-15-02