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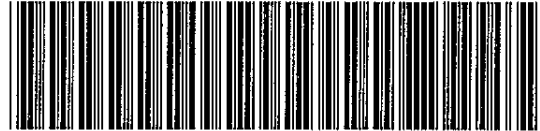
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02 DEC 16 AM 11:14  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE  
WASHINGTON, D.C. 20535

FILED  
02 DEC 16 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BK

**CT CORPORATION SYSTEM**

December 16, 2002

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

FILED  
02 DEC 16 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 5744134 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

JDS Properties, Inc. (NC)  
Qualification  
Florida

Please return a certified copy and a good standing certificate along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton  
Sr. Fulfillment Specialist  
Jeff\_Netherton@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF THE DIRECTORS OF  
JDS PROPERTIES, INC.**

Acting by consent in accordance with applicable provisions of North Carolina law, the undersigned, being all members of the Board of Directors of JDS Properties, Inc., a North Carolina corporation (the "Company"), hereby waive notice of a meeting of the Board of Directors of the Company and hereby consent to and adopt the following resolution as the action of the Board of Directors in lieu of a meeting and hereby direct that this consent be delivered to the Company for inclusion in the minutes or filing with the Company's records:

02 DEC 18 PM 2:06  
FILED  
STATE OF FLORIDA  
TALLAHASSEE


**WHEREAS**, the Company wishes to apply to the Secretary of State for authorization to transact business in the State of Florida;

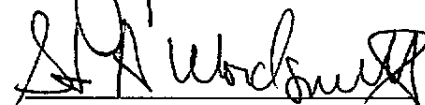
**WHEREAS**, the name of the Company is not available in the State of Florida;

**THEREFORE, BE IT RESOLVED**, that the Company adopts the name JDS Properties of Central Florida, Inc. to be used as an assumed name in the State of Florida;

**FURTHER RESOLVED**, that the Company make application as a foreign corporation for authorization to transact business in the State of Florida under the assumed name of JDS Properties of Central Florida, Inc.

**IN WITNESS WHEREOF**, the undersigned hereby consent to the actions described in this written consent, effective as of December 13, 2002.

  
\_\_\_\_\_  
Jerry L. Wordsworth, Director

  
\_\_\_\_\_  
Steve A. Wordsworth, Director

  
\_\_\_\_\_  
Debbie W. Daughtridge, Director

  
\_\_\_\_\_  
Brian L. Wordsworth, Director

**STATE OF FLORIDA  
SECRETARY OF STATE**

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION 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.

**FILED**  
**DEC 16 PM 2:06**  
**OFFICE OF THE SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

1. The name of the corporation is JDS Properties, Inc.
2. It is incorporated under the laws of the state of North Carolina.
3. The federal tax identification number is 56-2018514.
3. The date of incorporation was March 21, 1997 and its period of duration is perpetual.
4. The corporation will commence business in Florida upon qualification.
5. The street address of the principal office of the corporation is:  
  
2641 Meadowbrook Road  
Rocky Mount, North Carolina 27802-0800
6. The street address of the proposed registered office in the state of Florida is:  
  
1200 South Pine Island Road  
Plantation, FL 33324
7. The name of the proposed registered agent in the state of Florida is:  
  
CT Corporation System
8. The purpose of the corporation which it proposes to pursue in the transaction of business in the state of Florida is food distribution.
9. The business address of the current officers and directors is:  
  
2641 Meadowbrook Road  
Rocky Mount, North Carolina 27802-0800

10. The names and titles of the current officers and directors of the corporation are:

Jerry L. Wordsworth - President and Director  
Steve A. Wordsworth - Secretary and Director  
Debbie W. Daughtridge - Treasurer and Director

11. 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.

*Cornie Rogers*  
(Registered agent's signature)

14. Attached is a Certificate of Existence, duly authenticated by the Secretary of State of the State of North Carolina.

This is the 12<sup>th</sup> day of December, 2002.

**JDS PROPERTIES, INC.**

*Jerry L. Wordsworth*  
By: Jerry L. Wordsworth  
Title: President

FILED  
02 DEC 2006  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



# NORTH CAROLINA

## Department of The Secretary of State

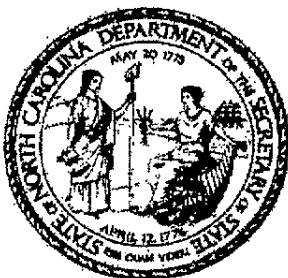
### CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

**JDS PROPERTIES, INC.**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 21st day of March, 1997, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 3rd day of December, 2002.

*Elaine F. Marshall*  
Secretary of State