

F0300000 2634

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

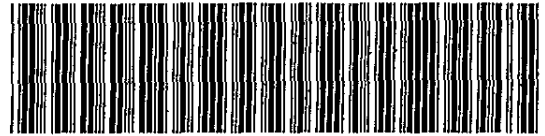
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W03-12100



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04/28/03--01125--015 **78.75

FILED

03 MAY 23 AM 10:38



VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

May 19, 2003

Marsha Thomas
Document Specialist
Florida Department of State
Division of Corporations
Uniform Business Report Filings
P.O. Box 6327
Tallahassee, Florida 32314-6327

FILED
03 MAY 23 AM 10:38
TALLAHASSEE, FLORIDA

RE: **Next Day Gourmet, Inc. (FEIN: 52-2190438)**
Application for Authorization for Foreign Corporation
To Transact Business in Florida

Dear Ms. Thomas:

This is in response to your letter dated April 29, 2003 rejecting the above referenced filing for **NEXT DAY GOURMET, INC. (FEIN 52-21090438)**.

According to your letter, this application was rejected because there is a corporation that already exists with this name. Please be advised that the company named **NEXT DAY GOURMET, INC.** that you are referring to in your letter and the company for which we are submitting the Authorization to Transact Business, is the **same company** and is a subsidiary of U.S. Foodservice, Inc.

On January 27, 2003, we submitted an Application by Foreign Corporation for Withdrawal for NEXT DAY GOURMET, INC. (FEIN: 52-2190438), which was filed on January 30, 2003 (copy enclosed). Subsequently, we discovered that the State of Florida requires that the general partner of a corporation must also be qualified to transact business in Florida. **NEXT DAY GOURMET, INC. (FEIN: 52-2190438)** is the General Partner of **NEXT DAY GOURMET, L.P. (FEIN: 52-2275400)**. We then submitted the Application for Authorization to Transact Business for NEXT DAY GOURMET, INC. (FEIN: 52-2190438) to re-instate this corporation in Florida, but received your rejection letter.

Marsha Thomas
May 19, 2003
Page 2

I trust this explanation will clear up any confusion regarding the ownership of **NEXT DAY GOURMET, INC. (FEIN: 52-21090438)**. Please proceed to process the enclosed Application for Authorization to Transact Business for this company.

Thank you for your assistance in resolving this matter. If you have any questions or need additional information, please do not hesitate to contact Tama Malinski, U.S. Foodservice paralegal, at (410) 309-4415.

Very truly yours,



David B. Eberhardt
SVP and Deputy General Counsel

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03 MAY 23 AM 10:38
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 29, 2003

TAMA K MALINSKI
9755 PATUXENT WOODS DRIVE
COLUMBIA, MD 21046

SUBJECT: NEXT DAY GOURMET, INC.
Ref. Number: W03000012100

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We have received your document for NEXT DAY GOURMET, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2300.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 703A00025868



Tama K. Malinski
Paralegal
Tel 410.309.4415 Fax 410.309.6465
Email: Tama.Malinski@usfood.com

VIA CERTIFIED MAIL

April 22, 2003

Florida Department of State
Division of Corporations
Uniform Business Report Filings
P.O. Box 6327
Tallahassee, Florida 32314-6327

RE: **Next Day Gourmet, Inc.**
Application for Authorization for Foreign Corporation
To Transact Business in Florida

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03 MAY 23 AM 10:38
TALLAHASSEE, FLORIDA

Dear Secretary of State:

Enclosed please find an **Application for Authorization for Foreign Corporation To Transact Business in Florida** for the above referenced company, along with a Certificate of Good Standing from its state of incorporation. Also enclosed is a check in the amount of \$78.75 for the filing fee and a Certificate of Status and a self-addressed, postage pre-paid envelope.

If you have any questions or need additional information, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,

Tama K. Malinski
Paralegal

Enclosures

**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. Next Day Gourmet, 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. 52-2190438
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 10, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 7, 2001 (date initially qualified to transact business in Florida)
(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. 9755 Patuxent Woods Drive, Columbia, Maryland 21046
(Principal office address)
9755 Patuxent Woods Drive, Columbia, Maryland 21046
(Current mailing address)
8. The sale of restaurant equipment and supplies.
(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.

David Capozzolo David Capozzolo, Authorized Representative
(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, FLA.

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

A. DIRECTORS

Chairman: Please see attached list of Officers and Directors.

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Please see attached list of Officers and Directors.

Address:

Vice President:

Address:

Secretary:

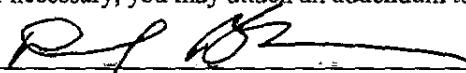
Address:

Treasurer:

Address:

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.

David B. Eberhardt, VP/Asst. Secretary

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

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FBI - MEMPHIS

NEXT DAY GOURMET, INC.
(a Delaware Corporation)

9755 Patuxent Woods Drive
Columbia, Maryland 21046

OFFICERS:

JAMES L. MILLER	-	Chief Executive Officer, President, Assistant Secretary & Assistant Treasurer
DAVID M. ABRAMSON	-	Executive Vice President & Secretary
MICHAEL J. RESNICK	-	Executive Vice President & Chief Financial Officer
JAMES R. SUTTON	-	Executive Vice President
DAVID WHIPPLE	-	Executive Vice President
ROBERT W. GILLISON	-	Treasurer
JOHN BALDI	-	Vice President
DAVID ICKES	-	Vice President
RICK BARNHARDT	-	Vice President
ROBERT COGSWELL	-	Vice President
MARK ROBERTSON	-	Vice President
GREG SCHAFFNER	-	Vice President
GARY ROSE	-	Vice President
STUART SCHUETTE	-	Vice President
DALE BROWN	-	Vice President
GREG HICKMAN	-	Vice President
BOB STOUT	-	Vice President
SKIP WHITE	-	Vice President
RON WHITE	-	Vice President
DAVID B. EBERHARDT	-	Vice President & Assistant Secretary
FAITH E. HARRISON	-	Assistant Secretary

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JOSEPH DETZLER	-	Assistant Treasurer
BRIAN SAGE	-	Assistant Treasurer
HUGH REILLY	-	Assistant Treasurer
STEVE TUOMIE	-	Assistant Treasurer
GARY BRONS	-	Assistant Treasurer
DOUG TAYLOR	-	Assistant Treasurer

DIRECTORS:

JAMES L. MILLER
DAVID M. ABRAMSON

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TALAMASSEE COUNTY

Delaware

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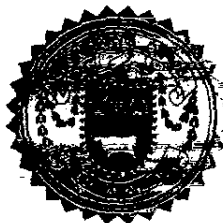
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXT DAY GOURMET, 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 TWENTY-FIFTH DAY OF MARCH, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEXT DAY GOURMET, INC." WAS INCORPORATED ON THE TENTH DAY OF SEPTEMBER, 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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2329837

DATE: 03-25-03