

AUG-12-2003 10:27  
Division of Corporations

P.01

# FD3000003980

Florida Department of State  
Division of Corporations  
Public Access System

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.

((H03000251861 8)))

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

To:

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

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850)222-1092  
Fax Number : (850)222-9428

## FOREIGN PROFIT QUALIFICATION

Cold Stone Creamery Leasing Company, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$87.50

RECEIVED  
03 AUG 12 AM 11:24  
DIVISION OF CORPORATION  
03 AUG 12 PM 11:20  
SECRETARY OF STATE  
FILING

8/12/03

# 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. Cold Stone Creamery Leasing Company, 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. Arizona  
(State or country under the law of which it is incorporated)
3. 86-078318  
(FEI number, if applicable)
4. December 2, 1994  
(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. 16101 N. 82nd Street, Scottsdale, AZ 85260  
(Principal office address)  
  
16101 N. 82nd Street, Scottsdale, AZ 85260  
(Current mailing address)
8. To lease and sublease real property in Florida and transact any and all lawful business as a Florida foreign corporation.  
(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: CT Corporation System  
Office Address: 1200 South Pine Island Road.  
Plantation, Florida 33324  
(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.

By: Candice L. Mallernee  
(Registered agent's signature)  
Candice L. Mallernee, Asst. Secy.

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.

03 AUG 12 AM 11:20  
SECRETARY OF STATE  
FILED

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

## A. DIRECTORS

Chairman: Donald W. SutherlandAddress: 3033 N. SilveradoMesa, AZ 85215

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

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

Director: Douglas A. DuceyAddress: 26625 N. 45th StreetCave Creek, AZ 85371Director: Susan C. SutherlandAddress: 3033 N. SilveradoMesa, AZ 85215

## B. OFFICERS

President: Douglas A. DuceyAddress: 26625 N. 45th StreetCave Creek, AZ 85371Vice President: Susan C. SutherlandAddress: 3033 N. SilveradoMesa, AZ 85215Secretary: Susan C. SutherlandAddress: 3033 N. Silverado, Mesa, AZ 85215Treasurer: Douglas A. DuceyAddress: 26625 N. 45th Street, Cave Creek, AZ 85371 (SEE ADDENDUM ATTACHED FOR ADDITIONAL OFFICERS)

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

13. D. Christopher Ward  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. D. Christopher Ward, General Counsel  
(Typed or printed name and capacity of person signing application)

COLD STONE CREAMERY LEASING COMPANY, INC.

Directors Names and Addresses:

Director: Donald W. Sutherland

Address: 3033 N. Silverado, Mesa, AZ 85215

Director: Susan C. Sutherland

Address: 3033 N. Silverado, Mesa, AZ 85215

Director: Douglas A. Ducey

Address: 26625 N. 45<sup>th</sup> Street, Cave Creek, AZ 85371

Director: Angela Ducey

Address: 26625 N. 45<sup>th</sup> Street, Cave Creek, AZ 85371

Officers Names and Addresses:

Officer: Donald W. Sutherland

Title: Founder

Address: 3033 N. Silverado, Mesa, AZ 85215

Officer: Douglas A. Ducey

Title: President, Chief Executive Officer, and Treasurer

Address: 26625 N. 45<sup>th</sup> Street, Cave Creek, AZ 85371

FILED  
03 AUG 12 AM 11:20  
ST. ALBERT, ARIZONA  
COUNTY OF COCHISE

AUG-12-2003 10:28

P.05

Officer: Barbara Conley

Title: Assistant Secretary

Address: 15008 N. 6<sup>th</sup> Circle, Phoenix, AZ 85023-5289

APPROVED  
AND  
FILED  
03 AUG 12 AM 11:20  
SECURITY  
TALLAHASSEE FLORIDA

# STATE OF ARIZONA



## Office of the CORPORATION COMMISSION

### CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, James G. Jayne, Interim Executive Secretary of the Arizona Corporation Commission, do hereby certify that

**\*\*\*COLD STONE CREAMERY LEASING COMPANY, INC.\*\*\***  
a domestic corporation organized under the laws of the State of Arizona,  
did incorporate on December 2, 1994.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 11th Day of August, 2003, A. D.



*James G. Jayne*  
Interim Executive Secretary

By *[Signature]*