

# F03000004301

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Name  
Availability

Document  
Number

DCC

Signature

Office Use Only

Signature  
Date

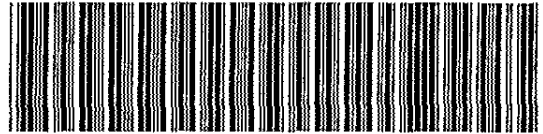
DCC

Signature

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Signature

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08/25/03--01073--010 \*\*70.00

FILED

03 AUG 25 AM 8:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# Associated Wholesale Grocers, Inc.

Direct Dial No. (913) 288-1015  
Telecopier No. (913) 288-1573  
ljenning@awginc.com

5000 Kansas Avenue • P.O. Box 2932  
Kansas City, Kansas 66110-2932 • (913) 288-1000

August 22, 2003

Florida Secretary of State  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Associated Wholesale Grocers, Inc., a Missouri corporation

Ladies and Gentlemen:

Enclosed please find the following documents in connection with the foreign qualification of the above-referenced corporation in Florida:

1. One (1) original of an Application by Foreign Corporation for Authorization to Transact Business in Florida ("Application") with Transmittal Letter attached.
2. One (1) original certificate of existence from the Secretary of the State of Missouri.
3. One (1) original Acceptance of Appointment by CT Corporation System.
4. A check in the amount of \$70.00 for the filing fee.

After the Application has been processed, please return a file-stamped copy of the Application to the undersigned in the enclosed, self-addressed envelope.

If you have any questions, please do not hesitate to call me. Thank you for your assistance in this matter.

Sincerely,

ASSOCIATED WHOLESALE GROCERS, INC.

Linda L. Jennings  
Legal Analyst

Enclosures

cc: Jen J. Augustine, Esq.  
Heather Cotten  
Frances Pellegrino Puhl, Esq.

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Associated Wholesale Grocers, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Frances Pellegrino Puhl, General Counsel

(Name of Person)

Associated Wholesale Grocers, Inc.

(Firm/Company)

P. O. Box 2932

(Address)

Kansas City, Kansas 66110-2932

(City/State and Zip code)

For further information concerning this matter, please call:

Frances Pellegrino Puhl

(Name of Person)

at ( 913 ) 288-1511

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☐ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy

**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. Associated Wholesale Grocers, 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. Missouri 3. 48-0614866  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 29, 1926 5. Perpetual  
(Date of incorporation) (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. 5000 Kansas Avenue, Kansas City, Kansas 66106  
(Principal office address)  
P. O. Box 2932, Kansas City, Kansas 66110-2932  
(Current mailing address)
8. The company is a wholesale distributor of groceries and related items to retail grocers throughout a multi-state region.  
(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: C T 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.*

C T Corporation System

By: \_\_\_\_\_

(Registered agent's signature)

[see attached Acceptance of Appointment by CT Corporation System]

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.

FILED  
03 AUG 25 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT

RE: **Associated Wholesale Grocers, Inc.**

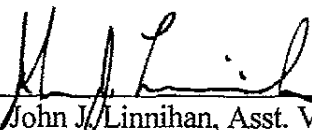
CT Corporation System  
1200 S. Pine Island Rd.  
Plantation, FL 33324

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statute.

Dated: August 6, 2003

C T CORPORATION SYSTEM

By

  
John J. Linnihan, Asst. Vice President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 AUG 25 AM 8:00

FILED

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

**A. DIRECTORS**

Chairman: J. Fred Ball

Address: 5000 Kansas Avenue

Kansas City, Kansas 66106

Vice Chairman: Donald C. Woods, Jr.

Address: 5000 Kansas Avenue

Kansas City, Kansas 66106

Director: See attached Exhibit "A" for list of directors

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

President: Gary L. Phillips, President, Chief Executive Officer and Chief Operating Officer

Address: 5000 Kansas Avenue

Kansas City, Kansas 66106

Vice President: Robert Z. Walker, Executive Vice President, Chief Financial Officer and Assistant Secretary

Address: 5000 Kansas Avenue

Kansas City, Kansas 66106

Secretary: Jerry Garland, Executive Vice President and Assistant Secretary

Address: 5000 Kansas Avenue, Kansas City, Kansas 66106

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. Gary L. Phillips, President

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

FILED  
03 AUG 23 AM 8:00  
CLERK OF DISTRICT COURT  
JULIA H. DE LOACH

**EXHIBIT "A"**

**DIRECTORS OF ASSOCIATED WHOLESALE GROCERS, INC.**

<b><u>Name</u></b>	<b><u>Office/Title</u></b>	<b><u>Mailing Address</u></b>
David Baker	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Danny Boyle	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Jim Brown	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Dick Casey	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Roger Collins	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Victor Cosentino	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Doug Gerard	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Bob Hufford	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Alan McKeeever	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Chuck Murfin	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Dave Nicholas	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Barry Queen	Director	5000 Kansas Avenue, Kansas City, Kansas 66106
Jeff Reasor	Director	5000 Kansas Avenue, Kansas City, Kansas 66106

# STATE OF MISSOURI



Matt Blunt  
Secretary of State

CORPORATION DIVISION  
CERTIFICATE OF GOOD STANDING


FILED  
03 AUG 25 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, MATT BLUNT, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

ASSOCIATED WHOLESALE GROCERS, INC.  
00045530

was created under the laws of this State on the 29th day of March, 1926, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and an imprinted the GREAT SEAL of the State of Missouri, on this, the 22nd day of August, 2003

  
Secretary of State

