

FO4 000000 2260

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

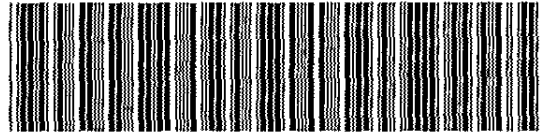
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

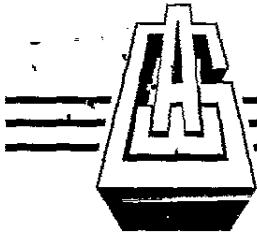


800032875648

04/23/04--01026--022 **113.75

FILED
APR 23 2004
FBI - MEMPHIS

FO4-2260
OK



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

April 15, 2004

VIA FEDERAL EXPRESS

Florida Secretary of State
Registration/Amendment Sections
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Associated Wholesale Grocers, Inc., a Kansas 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 Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida ("**Withdrawal**") [**file first**].
2. One (1) original application by Foreign Corporation for Authorization to Transact Business in Florida ("**Application**") [**file second**].
3. One (1) original Acceptance of Appointment by CT Corporation System.
4. Certificate of Good Standing from the Kansas Secretary of State.
5. Check in the amount of \$113.75 (\$78.75 for the Application fee/Certificate of Status and \$35 for the Withdrawal fee).

After the Application and Withdrawal have been filed, please return file-stamped copies of each document to the undersigned in the enclosed, self-addressed Federal Express envelope.

Please see second cover letter enclosed herewith requesting a Certificate of Good Standing for the new foreign corporation. Please return Certificate of Good Standing to me in the same enclosed Federal Express envelope listed above.

If you have any questions or require additional information, please call me as soon as possible. Thank you for your assistance in this matter.

Sincerely,

ASSOCIATED WHOLESALE GROCERS, INC.

Linda L. Jennings
Linda L. Jennings
Legal Analyst

Enclosures

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



Associated Wholesale Grocers, Inc.

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

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

April 15, 2004

VIA FEDERAL EXPRESS

Florida Secretary of State
Registration/Amendment Sections
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

000033788170
04/23/04--01026--023 **8.75

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

Ladies and Gentlemen:

After the above-referenced corporation has been qualified in your state (as set forth under separate cover letter enclosed herewith), please forward a Certificate of Good Standing, along with the file-stamped Application and Withdrawal to me in the enclosed, self-addressed Federal Express envelope.

Enclosed is a check in the amount of \$8.75 for the fee.

If you have any questions or require additional information, please call me as soon as possible. Thank you for your assistance in this matter.

Sincerely,

ASSOCIATED WHOLESALE GROCERS, INC.

Linda L. Jennings
Linda L. Jennings
Legal Analyst

Enclosures

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

FILED
APR 16 PM 1:00
TALLAHASSEE, FLORIDA

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
(Name of Person)

Associated Wholesale Grocers, Inc.
(Firm/Company)

5000 Kansas Avenue
(Address)

Kansas City, Kansas 66106
(City/State and Zip code)

For further information concerning this matter, please call:

Frances Pellegrino Puhl at (913) 288-1511
(Name of Person) (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

FILED
CLARK
JAN 16 PM 4:02
SECTION OF STATE
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. Associated Wholesale Grocers, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Kansas 3. 48-0614866
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 11, 2004 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 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 [see acceptance attached]

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.

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

A. DIRECTORS

Chairman: See Exhibit "A" attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Gary L. Phillips

Address: 5000 Kansas Avenue

Kansas City, Kansas 66106

Vice President: See Exhibit "A" attached

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Gary L. Phillips
(Signature of Director or Officer listed in number 12 of the application)

14. Gary L. Phillips, President
(Typed or printed name and capacity of person signing application)

FILED
CLARK COUNTY, MISSISSIPPI
APR 16 PM 4:17

EXHIBIT "A"

OFFICERS AND DIRECTORS OF ASSOCIATED WHOLESALE GROCERS, INC.

Officers

<u>Name</u>	<u>Office/Title</u>	<u>Mailing Address</u>
Jerry Garland	Executive Vice President, Asst. Secretary	5000 Kansas Avenue, Kansas City, Kansas 66106
Robert Z. Walker	Executive Vice President, CFO, Secretary, Treasurer	5000 Kansas Avenue, Kansas City, Kansas 66106
Michael L. Rand	Executive Vice President	5000 Kansas Avenue, Kansas City, Kansas 66106

Directors

<u>Name</u>	<u>Office/Title</u>	<u>Mailing Address</u>
David Baker	Director	115 E. Main, Council Grove, Kansas 66846
J. Fred Ball	Director	5300 Speaker Road, Kansas City, Kansas 66106
Danny Boyle	Director	20941 S. E. 29th Street, Harrah, Oklahoma 73045
Jim Brown	Director	15028 S. Memorial Drive, Bixby, Oklahoma 74008
Dick Casey	Director	2800 E. 32nd Street, Joplin, Missouri 64804
Roger Collins	Director	918 S. Gutensohn, Springdale, Arkansas 72765
Victor Cosentino	Director	8700 E. 63rd, Kansas City, Missouri 64133
Doug Gerard	Director	200 South Towne Blvd., Hollister, Missouri 65672
Bob Hufford	Director	208 Lincoln Drive, Fredericktown, Missouri 63645
Alan McKeever	Director	4216 S. Hocker #100, Independence, Missouri 64055
Chuck Murfin	Director	604 E. South Street, Ozark, Missouri 65721
Dave Nicholas	Director	1931 Boone Village Plaza, Boonville, Missouri 65233
Barry Queen	Director	309 N. Hospital Drive, Paola, Kansas 66071
Jeff Reasor	Director	200 W. Choctaw, Tahlequah, Oklahoma 74464-3808
Donald C. Woods, Jr.	Director	703 E. College, Bolivar, Missouri 65613-2699

ACCEPTANCE OF APPOINTMENT

RE: Associated Wholesale Grocers, Inc.

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 Statutes.

Dated: March 9, 2004

C T CORPORATION SYSTEM

By



John D. Linnihan
Assistant Vice President

FILED
MAR 9 5 PM 4:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH



To all to whom these presents shall come, Greetings:

I, RON THORNBURGH, Secretary of State of the state of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to corporations and that I am the proper official to execute this certificate.

I FURTHER CERTIFY THAT

ASSOCIATED WHOLESALE GROCERS, INC.

is a regularly and properly organized corporation under the laws of the state of KANSAS, having been incorporated in Kansas on the 11th day of March, A.D. 2004 and has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State.

In testimony whereof:
I hereto set my hand and cause
to be affixed my official seal.
Done at the City of Topeka, this
30th day of March, A.D. 2004



RON THORNBURGH
SECRETARY OF STATE