

F04000005326

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

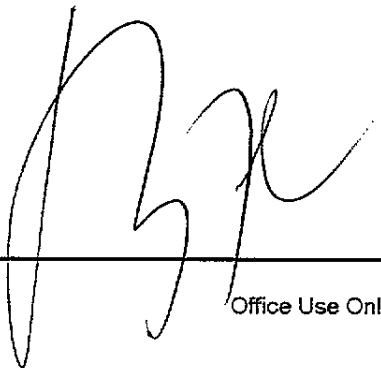
PICK-UP  WAIT  MAIL

(Business Entity Name)

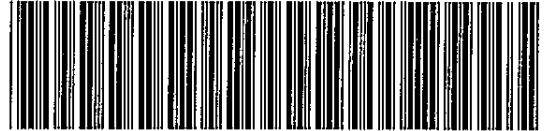
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**FILED**  
04 SEP 17 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RECEIVED**  
04 SEP 17 PM 3:24  
REGISTRATION DIVISION  
TALLAHASSEE, FLORIDA

CT CORPORATION

September 17, 2004

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

04 SEP 17 AM 9:31  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 6189001 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Vitality Acquisition Corp (DE)  
Qualification  
Florida

Vitality Acquisition Corp (DE)  
Certificate of Status/Authorization-Foreign  
Florida

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.

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

**CT CORPORATION**

Sincerely,

Ashley A Mitchell  
Fulfillment Specialist  
Ashley\_Mitchell@cch-lis.com

**FILED**  
04 SEP 17 AM 9:31  
SECRETARY 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.

FILED  
04 SEP 17 AM 9:31  
TALLAHASSEE, FLORIDA  
STATE SECRETARY OF STATE

1. Vitality Acquisition Corp.

(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. Delaware

(State or country under the law of which it is incorporated)

3. 20-1478302

(FEI number, if applicable)

4. 07/23/2004

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(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. 400 North Tampa Street, Suite 1700, Tampa, FL 33602

(Principal office address)

same

(Current mailing address)

8. Provider of beverages to the foodservice industry worldwide.

(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: c/o C T Corporation System, 1200 South Pine Island

Plantation

(City)

, Florida 33324

(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:

*Andrea Mittyng*

(Registered agent's signature)

Andrea Mittyng

Assistant Secretary

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: \_\_\_\_\_

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

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

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

Director: Van Zandt Hawn

Address: 3700 Wells Fargo Center, 90 South 7th Street

Minneapolis, MN 55402

Director: Joseph M Heinen

Address: 3700 Wells Fargo Center, 90 South 7th Street

Minneapolis, MN 55402

**B. OFFICERS      *SEE ATTACHMENT***

President: Van Zandt Hawn

Address: 3700 Wells Fargo Center, 90 South 7th Street

Minneapolis, MN 55402

Vice President: Joseph M Heinen

Address: 3700 Wells Fargo Center, 90 South 7th Street

Minneapolis, MN 55402

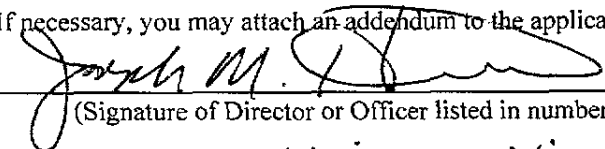
Secretary: Joseph M Heinen

Address: 3700 Wells Fargo Center, 90 South 7th Street Minneapolis, MN 55402

Treasurer: Darren L. Acheson

Address: 3700 Wells Fargo Center, 90 South 7th Street Minneapolis, MN 55402

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

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

14. Joseph M. Heinen, Vice President  
(Typed or printed name and capacity of person signing application)

Attachment to Florida

**Officers & Directors**

---

1. Full Name: Van Zandt Hawn  
Officer/Director: Officer, Director  
Officer's Title: CEO and President  
Director's Title: Other Director  
Business Address: 3700 Wells Fargo Center, 90 South 7th Street  
City: Minneapolis  
State: MN  
ZIP Code: 55402
  
2. Full Name: Joseph M Heinen  
Officer/Director: Officer, Director  
Officer's Title: Vice President and Secretary  
Director's Title: Other Director  
Business Address: 3700 Wells Fargo Center, 90 South 7th Street  
City: Minneapolis  
State: MN  
ZIP Code: 55402
  
3. Full Name: Darren L. Acheson  
Officer/Director: Officer  
Officer's Title: Vice President, CFO and Treasurer  
Business Address: 3700 Wells Fargo Center, 90 South 7th Street  
City: Minneapolis  
State: MN  
ZIP Code: 55402

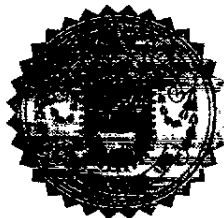
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VITALITY ACQUISITION CORP." 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 THIRTEENTH DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



3828964 8300

040660717

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3346649

DATE: 09-13-04