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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Corner Deli Food Group, 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:

Heather M. Cumberland
(Name of Person)

Richard G. Hathaway, P.A.
(Firm/Company)

115 Professional Drive, Suite 101
(Address)

Ponte Vedra Beach, FL 32082
(City/State and Zip code)

For further information concerning this matter, please call:

Heather M. Cumberland at (904) 220-5575
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 30, 2005

HEATHER M. CUMBERLAND
RICHARD G. HATHAWAY, PA
115 PROFESSIONAL DRIVE, SUITE 101
PONTE VEDRA BEACH, FL 32082

SUBJECT: CORNER DELI FOOD GROUP, INC.
Ref. Number: W05000051680

We have received your document for CORNER DELI FOOD GROUP, INC. and your check(s) totaling \$140.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 245-6879.

Ruby Dunlap
Regulatory Specialist

Letter Number: 805A00074126

Prepared By:
Richard G. Hathaway, P.A.
50 A1A North Suite 102, Ponte Vedra Beach FL 32082
Phone: (904) 280-2201

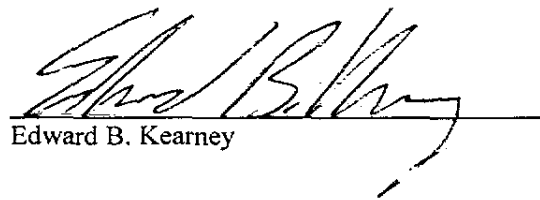
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AFFIDAVIT

BEFORE ME, the undersigned authority, this day personally appeared **Edward B. Kearney** hereinafter referred to as Affiant, whether one or more, who, being first duly sworn by me, deposes and says:

1. That this Affidavit is being given upon the personal knowledge of the Affiant.
2. The undersigned is the President of **Corner Deli Food Group, Inc.**, a dissolved Florida corporation.
3. Affiant has personal knowledge of the matters set forth herein and is competent, qualified and authorized to execute this Affidavit on behalf of the corporation.
4. The undersigned has full authority to act on behalf of the corporation, and all necessary corporate actions have been taken to authorize the undersigned to act on behalf of the corporation.
5. The undersigned incorporator of **Corner Deli Food Group, Inc.** hereby authorizes **Corner Deli Food Group, Inc.** of Delaware to use the name **Corner Deli Food Group, Inc.** as a foreign corporation in Florida.


Edward B. Kearney

STATE OF FLORIDA
COUNTY OF ST. JOHNS

The forgoing instrument was sworn to and subscribed before me this 15 day of December, 2005, by Edward B. Kearney. He is personally known to me.

Notary Public, State and County Aforesaid
Print Name: _____
My Commission Expires: _____
My Commission No.: _____

(NOTARIAL SEAL)

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. Corner Deli Food Group, 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. Delaware 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/13/2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 8625-3 Alton Avenue, Jacksonville, FL 32211
(Principal office address)

8625-3 Alton Avenue, Jacksonville, FL 32211
(Current mailing address)

8. _____
(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 NOT acceptable)

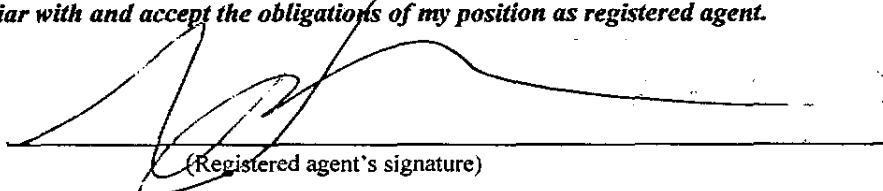
Name: Heather M. Cumberland

Office Address: 115 Professional Dr., Ste 101

Ponte Vedra Beach, Florida 32082
(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.


(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:

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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Edward B. Kearney

Address: 200 Walnut Street

Neptune Beach, FL 32266

Vice President: _____

Address: _____

Secretary: _____

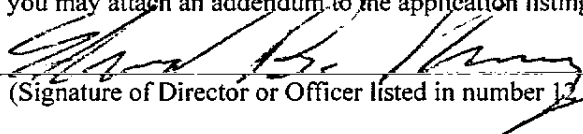
Address: _____

Treasurer: Edward B. Kearney

Address: 200 Walnut Street, Neptune Beach, FL 32266

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. _____

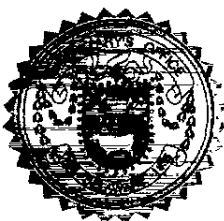
(Typed or printed name and capacity of person signing application)

Delaware

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CORNER DELI FOOD GROUP, 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-FIRST DAY OF JANUARY, A.D. 2006.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4465793

DATE: 01-21-06

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