

FO6000004734

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

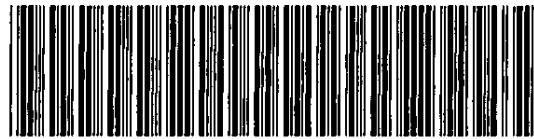
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

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2006 JUL 17 AM 8:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Hampton JUL 18 2006

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Zax, 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:

Kay Tanner

(Name of Person)

Fortson, Bentley and Griffin, P.A.

(Firm/Company)

440 College Avenue North, Suite 220

(Address)

Athens, Georgia 30601

(City/State and Zip code)

For further information concerning this matter, please call:

Kay Tanner

(Name of Person)

at ( 706 ) 548-1151

(Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

New Filing 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

**FORTSON, BENTLEY AND GRIFFIN, P.A.**

UPSHAW C. BENTLEY, JR.  
J. EDWARD ALLEN (GA & TN)  
ROBERT N. ELKINS (GA & FL)  
ELBERT N. WHITMIRE, III, C. P. A.  
G. MARCUS HODGE (GA & SC)  
DAVID K. LINDER  
ROY E. MANOLL, III  
JODY JENKINS CORRY  
WALTER W. HAYS, JR.  
KELLY C. HOLLOWAY  
MICHAEL J. MCCLEARY  
KIM E. HOLT  
V. KEVIN LANG  
JENNIFER L. CHAPMAN, C. P. A.  
JEFFREY W. DELOACH

ATTORNEYS AT LAW  
P. O. BOX 1744  
440 COLLEGE AVENUE NORTH, SUITE 220  
ATHENS, GEORGIA 30603-1744  
  
(706) 548-1151  
LITIGATION TELECOPIER (706) 548-8113  
REAL ESTATE TELECOPIER (706) 548-8267  
CORPORATE/TAX TELECOPIER (706) 548-4151  
EMAIL ADDRESS: FBGLAW@FBGLAW.COM

JOHN E. GRIFFIN  
(1923-2002)  
HERBERT T. HUTTO  
(1933-1998)

RETIRED  
EDWIN B. FORTSON  
W. H. KIMBROUGH, JR.  
  
OF COUNSEL  
RICHARD L. FORD

July 14, 2006

**Via Federal Express**

Tammy Hampton  
Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

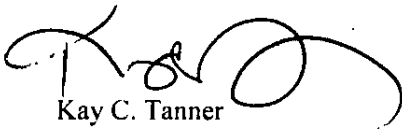
Re: Zax, Inc.  
Reference No. W06000027055

Dear Ms. Hampton:

In connection with the above referenced location, I am returning the Application by Foreign Corporation. Since "Zax, Inc." is unavailable in Florida, we have entered an alternate corporate name "Zax (Gainesville), Inc." which you advised is acceptable.

Thank you for your help in this matter. Please don't hesitate to contact me should you require further information.

Sincerely,



Kay C. Tanner  
Paralegal

Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

06 JUL 17 PM 2:38

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

June 13, 2006

KAY TANNER  
FORTSON, BENTLEY AND GRIFFIN, PA  
440 COLLEGE AVE NORTH - STE 220  
ATHENS, GA 30601

SUBJECT: ZAX, INC.  
Ref. Number: W06000027055

We have received your document for ZAX, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The document number of the name conflict is M04000005468 (ZAX - FL, LLC).

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with 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) 245-6855.

Tammy Hampton  
Document Specialist

Letter Number: 306A00040266

**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. Zax, Inc.

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

Zax (Gainesville), Inc.

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

2. Georgia

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

3. 58/1885475

(FEI number, if applicable)

4. March 22, 1990

(Date of incorporation)

5. Perpetual

(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. 1040 Founder's Boulevard, Suite 100, Athens, Georgia 30606

(Principal office address)

1040 Founder's Boulevard, Suite 100, Athens, Georgia 30606

(Current mailing address)

8. Restaurant Operations

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

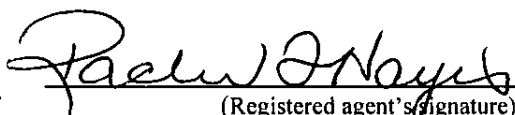
(Zip code)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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)

**RACHEL T. HAYES  
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: Zachary W. McLeroy

Address: 3560 Moyer Trail  
Duluth, Georgia 30097

Vice Chairman: Tony D. Townley

Address: 4601 Hog Mountain Road  
Watkinsville, Georgia 30677

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

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

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

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

**B. OFFICERS**

President: Zachary W. McLeroy

Address: 3560 Moyer Trail  
Duluth, Georgia 30097

Vice President: Tony D. Townley

Address: 4601 Hog Mountain Road  
Watkinsville, Georgia 30677

Secretary: Tony D. Townley

Address: 4601 Hog Mountain Road, Watkinsville, Georgia 30677

Treasurer: \_\_\_\_\_

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

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

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

14. Tony D. Townley, Vice President  
(Typed or printed name and capacity of person signing application)

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2006 JUL 17 AM 8:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# STATE OF GEORGIA

## Secretary of State

Corporations Division  
315 West Tower  
#2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF EXISTENCE

I, Cathy Cox, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

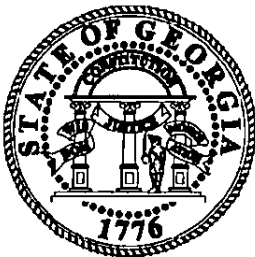
**ZAX, INC.**

### **Domestic Profit Corporation**

was formed or was authorized to transact business on 03/22/1990 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 1st day of June, 2006

Cathy Cox  
Secretary of State