

FD6000007913

(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:

File date 12/12/06

Office Use Only



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12/13/06--01002--002 **78.75

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2006 DEC 27 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.F. 12-28



Cott Beverages USA
a division of Cott Beverages Inc.
4211 W. Boy Scout Blvd.
Suite 290
Tampa, Florida 33607

Tel 813 313 1800
Fax 813 870 1864

December 7, 2006

VIA UPS OVERNIGHT

Florida Secretary of State
Corporations Division
2670 Executive Center Circle
Suite 100
Tallahassee, Florida 32301

Re: Application for Certificate of Authority of
Cott Vending Inc., FEI #: 80-0003395

Ladies and Gentlemen:

Enclosed please find the following documents:

1. Application for Certificate of Authority and Cover Letter
2. Check no. 008931 in the amount of \$78.75 as payment of filing fees.

Cott Vending Inc. has been filing and paying taxes in your state; however, applying for the Certificate of Authority was inadvertently omitted.

Thank you for your assistance in this matter. Please call me if you should have any questions. My direct dial is 813.313.1777.

Sincerely,

Patty Wood
Legal Assistant

Enclosures

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Cott Vending 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:

Matthew A. Kane, Jr., Esquire
(Name of Person)

Cott Beverages Inc.
(Firm/Company)

4211 W. Boyscout Boulevard, Suite 290
(Address)

Tampa, Florida 33607
(City/State and Zip code)

For further information concerning this matter, please call:

Carlisle Clewis at (813) 313-1728
(Name of Person) (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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 13, 2006

COTT BEVERAGES USA
ATTN: MATTHEW A. KANE, JR. ESQ.
4211 W. BOYSCOUT BLVD., STE. 290
TAMPA, FL 33607

SUBJECT: COTT VENDING INC.
Ref. Number: W06000053699

We have received your document for COTT VENDING INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 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) 245-6047.

Carolyn Lewis
Document Specialist

Letter Number: 706A00070974



Cott Beverages USA
a division of Cott Beverages Inc.
4211 W. Boy Scout Blvd.
Suite 290
Tampa, Florida 33607

Tel 813 313 1800
Fax 813 870 1864

December 21, 2006

VIA UPS OVERNIGHT

Florida Secretary of State
Corporations Division
2670 Executive Center Circle
Suite 100
Tallahassee, Florida 32301

Re: Application for Certificate of Authority of
Cott Vending Inc., FEI #: 80-0003395

Ladies and Gentlemen:

Enclosed please find the following documents:

1. Original Delaware Certificate of Good Standing dated November 6, 2006, along with a Certificate Validation dated December 21, 2006. Please note that we obtained the Certificate of Good Standing online; and although it is printed in black and white, it is indeed an original.
2. Copy of your letter dated December 13, 2006.

Thank you for your assistance in this matter. Please call me if you should have any questions. My direct dial is 813.313.1777.

Sincerely,

Patty Wood
Legal Assistant

Enclosures

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. Cott Vending 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. 80-0003395
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/18/2001 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. 4211 W. Boy Scout Boulevard, Suite 290, Tampa, Florida 33607
(Principal office address)

Same
(Current mailing address)

8. Any lawful purpose
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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2006 DEC 27 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Anthony LiCausi
(Registered agent's signature)

Anthony LiCausi
Vice President

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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2006 DEC 27 PM 1:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: N/A
Address: 4211 W. Boy Scout Blvd., Suite 290
Tampa, Florida 33607

Vice Chairman: N/A
Address: _____

Director: Brent Willis
Address: 4211 W. Boy Scout Boulevard, Suite 290
Tampa, Florida 33607

Director: Tina Dell'Aquila
Address: 4211 W. Boy Scout Boulevard, Suite 290
Tampa, Florida 33607

B. OFFICERS


President: Brent Willis
Address: 4211 W. Boy Scout Boulevard, Suite 290
Tampa, Florida 33607

Vice President: Clyde Preslar
Address: 4211 W. Boy Scout Boulevard, Suite 290
Tampa, Florida 33607

Secretary: Mark Halperin
Address: 4211 W. Boy Scout Boulevard, Suite 290, Tampa, Florida 33607

Treasurer: Catherine Brennan
Address: 4211 W. Boy Scout Boulevard, Suite 290, Tampa, Florida 33607

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. Matthew A. Kane, Jr., Esquire - VP-Law/Assistant Secretary
(Typed or printed name and capacity of person signing application)

COTT VENDING INC.

FEI #: 80-0003395

Name		
Officers	Office	
Brent Willis	Chief Executive Officer and President	
Mark Halperin	Senior Vice President & Secretary	
Matthew A. Kane, Jr.	Vice President, Law/Assistant Secretary	
Edmund O'Keeffe	Vice President	
Tina Dell'Aquila	Vice President, Controller & Assistant Secretary	
Catherine Brennan	Vice President, Treasurer	
Csaba Reider	Vice President, Global Procurement	
Len Watson	Vice President, Chief Information Officer	
Gil Arvizu	Vice President, Sales and Business Development	
Directors		
Brent Willis		
Tina Dell'Aquila		

Address for All: 4211 W. Boy Scout Blvd., Suite 290
Tampa, Florida 33607

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COTT VENDING 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 SIXTH DAY OF NOVEMBER, A.D. 2006.



3465717 8300

061016829

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5175575

DATE: 11-06-06