F07000000059

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

1-4-07

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Bruegger's Enterprises, 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:

Mark Coles
(Name of Person)

Bruegger's Enterprises, Inc.
(Firm/Company)

159 Bank Street
(Address)

Burlington, VT 05401
(City/State and Zip code)

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For further information concerning this matter, please call:

Mark Coles at (802) 652-9211
(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

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. Brueggers Enterprises, 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
(State or country under the law of which it is incorporated)

3. 20-0081464
(FEI number, if applicable)

4. July 7, 2003
(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. 159 Bank Street, Burlington, VT 05401
(Principal office address)

Same
(Current mailing address)

8. Retail Bagel Bakeries
(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, Florida 33324
(City) (Zip code)

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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.

Lauren Kreatz
(Registered agent's signature)
LAUREN H. KREATZ,
SPECIAL 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: ____________________

SEE ATTACHED LIST

Vice Chairman: ____________________

Address: ____________________

Director: ____________________

Address: ____________________

Director: ____________________

Address: ____________________

B. OFFICERS

President: ____________________

Address: ____________________

Vice President: ____________________

Address: ____________________

Secretary: ____________________

Address: ____________________

Treasurer: ____________________

Address: ____________________

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. Robert D. Parette, VP
(Typed or printed name and capacity of person signing application)

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Bruegger's Enterprises, Inc.
Listing of Officers and Directors

Officers

James Greco, CEO
159 Bank Street
Burlington, VT 05401

David Austin, President
159 Bank Street
Burlington, VT 05401

Robert Parette, VP, Treas., Secretary
159 Bank Street
Burlington, VT 05401

Clarence E. Terry, VP
5200 Town Center Circle, Suite 470
Boca Raton, FL 33486

T. Scott King, VP
5200 Town Center Circle, Suite 470
Boca Raton, FL 33486

Kevin Calhoun, VP
5200 Town Center Circle, Suite 470
Boca Raton, FL 33486

Michael J. McConvery, VP, Asst. Secretary
5200 Town Center Circle, Suite 470
Boca Raton, FL 33486

Directors

Kevin J. Calhoun
5200 Town Center Circle, Suite 470
Boca Raton, FL 33486

Michael J. McConvery
5200 Town Center Circle, Suite 470
Boca Raton, FL 33486

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRUEGGER'S ENTERPRISES, 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 NINETEENTH DAY OF DECEMBER, A.D. 2006.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 5290013

DATE: 12-19-06