

F07000005523

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUL 09 2012
T. ROBERTS

June 30, 2012



Department of State Division
Amendment Section Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Corporate Restructure

Harry and David (Inc.), an Oregon Corporation is registered to do business in your state. The company has changed its corporate structure from an Oregon corporation to an Oregon limited liability company by means of a statutory conversion (the "Conversion"). This conversion was effective June 29, 2012. Following the Conversion, the company's name is "Harry and David, LLC".

The conversion did not involve any change in ownership, change in the nature of the business, change in tradename, or change in FEIN. The LLC is "member" managed and has a single member, Harry & David Holdings, Inc., 2500 S. Pacific Hwy., Medford, OR 97501.

Attached please find the following to effect the change in registration within the state of Florida from a Foreign Corporation to a Foreign Limited Liability Company:

Application by Foreign Corporation For Withdrawal of Authority to Transact Business or Conduct Affairs in Florida

Check for Filing Fee of \$35

Evidence of filing should be mailed to Harry and David, PO Box 712 Attn: Tax Dept, Medford, OR 97501; faxed to 541-864-3377 or emailed to HDTaxDept@harryanddavid.com.

If there are any questions regarding this filing please contact Lorin Parsons at 541-864-3580, Monday – Friday, 10:00 am – 8:00 pm EDT or email lparsons@harryanddavid.com.

Sincerely,

Lorin Parsons
Sr. Mgr. Sales & Property Tax
office 541 864 3580
lparsons@harryanddavid.com
2500 S. Pacific Hwy, Medford OR 97501

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Withdrawal of a foreign corporation
(Name of Corporation)

DOCUMENT NUMBER: F07000005523

The enclosed **withdrawal application** and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:

Lorin Parsons

(Name of Person)

Harry and David Corp.

(Firm/Company)

Attn: Tax Dept - P. O. Box 712

(Address)

Medford, OR 97501

(City/State and Zip code)

For further information concerning this matter, please call:

Lorin Parsons

(Name of Person)

at (541) 864-3580

(Area Code & Daytime Telephone Number)

Enclosed is a check for the amount:

- ☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is Enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL.32314

STREET ADDRESS:

Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL. 32301

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Harry and David Corp.

(Name of Corporation)

F07000005523

(Document Number of Corporation (if known))

Oregon

(Incorporated Under Laws of)

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TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:


Attn: Tax Dept, - P. O. Box 712

(Mailing Address)

Medford, OR 97501

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michael Schwindle

(Typed or printed name of person signing)

7/2/2012

(Date)

CFO & Secretary

(Title of person signing)

FILING FEE \$35