

# FO700005872

## Florida Department of State

Division of Corporations  
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## FOREIGN PROFIT/NONPROFIT CORPORATION

**Boston Market Intermediate Holding Corp.**

Certificate of Status	0
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*Handwritten signature and date: 11/30/07*

**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. Boston Market Intermediate Holding Corp.

(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. 26-1421541

(FBI number, if applicable)

4. November 14, 2007

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. November 14, 2007

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

7. 14103 Denver West Parkway, Golden, CO 80401-4086

(Principal office address)

14103 Denver West Parkway, Golden, CO 80401-4086

(Current mailing address)

8. Any and all lawful purposes

(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

(City)

Florida

33324

(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.*

C T Corporation System

By: Carrie Bay

(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: See attached addendum for complete listing

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

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. *Mark O. Oduke*  
(Signature of Director or Officer listed in number 12 of the application)

14. \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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**SLATE OF OFFICERS & BOARD OF DIRECTORS  
BOSTON MARKET INTERMEDIATE HOLDING CORP.**

November 14, 2007

The Company was formed in the State of Delaware on November 14, 2007, and its Federal EIN is 26-1421541. The named individuals listed below are elected or appointed officers of the Company and each holds the office of the Company set forth opposite their name, and has held such office since November 14, 2007 unless indicated otherwise next to their name. The business address for the following Officers and Managers is: 5200 Town Center Circle, Suite 600, Boca Raton, Florida 33486:

**DIRECTOR:  
DIRECTOR:**

**Chris Metz  
James D. Allen**

**Vice President:  
Vice President:  
VP & Asst. Secretary:  
VP & Asst. Secretary:  
VP & Asst. Secretary:  
VP & Asst. Secretary:  
VP & Asst. Treasurer:**

**Chris Metz  
Gary Talarico  
James D. Allen  
Michael Fieldstone  
Michael J. McConvery  
Mark Hajduch  
Melissa Klafner**

The business address for the following Officers and Managers is: 14103 Denver West Parkway, Golden, Colorado 80401-4086

**DIRECTOR, CEO & President:  
CFO:  
Secretary:  
Treasurer:**

**Richard K. Arras  
Greg Uhing  
J. Randal Miller  
Joseph Dennen**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOSTON MARKET INTERMEDIATE HOLDING CORP." 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-EIGHTH DAY OF NOVEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6192149

DATE: 11-28-07