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Division of Corporations  
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FOREIGN PROFIT/NONPROFIT CORPORATION  
FBD HOLDINGS, INC.

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J. Shivers JUL 15 2010

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**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. FBD Holdings, Inc.

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

Frozen Beverage Dispenser Holdings, Inc.

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

2. Texas

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

3. 74-2797808

(REI number, if applicable)

4. 09/30/1986

(Date of incorporation)

5. Perpetual

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

6. June 17, 2010

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

7. 712 E Southmore Ave

(Principal office address)

Pasadena

(City)

TX 77502-1110

(State) (Zip)

712 E Southmore Ave

(Current mailing address)

Pasadena

(City)

TX 77502-1110

(State) (Zip)

8. Manage FBD Partnership, LP and coordinate the selling of frozen beverage dispensers.

(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: Capitol Corporate Services, Inc.

Office Address: 155 Office Plz Dr Ste A

Tallahassee

(City)

Florida 32301

(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.*

*Gayle Windle*  
(Registered agent's signature)

Gayle Windle, Asst. Sec. on behalf of  
Capitol Corporate Services, Inc.

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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## 12. Names and business addresses of officers and/or directors:

## A. DIRECTORS

Chairman: Jimmy I FrankAddress: 712 E Southmore Ave  
Pasadena, Texas 77502Vice Chairman: Nita T FrankAddress: 712 E Southmore Ave  
Pasadena, Texas 77502Director: Carole C Frank WongAddress: 712 E Southmore Ave  
Pasadena, Texas 77502Director: Thomas L Guy, IIIAddress: 8161 Interchange Parkway  
San Antonio, TX 78218

## B. OFFICERS

President: Jimmy I FrankAddress: 712 E Southmore Ave  
Pasadena TX 77502  
(City) (State) (Zip)Vice President: Thomas L Guy, IIIAddress: 8161 Interchange Parkway  
San Antonio TX 78218  
(City) (State) (Zip)Secretary: Nita T FrankAddress: 712 E Southmore Ave Pasadena TX 77502  
(City) (State) (Zip)Treasurer: Nita T FrankAddress: 712 E Southmore Ave Pasadena TX 77502  
(City) (State) (Zip)

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

13. Nita T Frank  
(Signature of Director or Officer listed in number 12 of the application)14. Nita T Frank Secretary / Treasurer  
(Typed or printed name and capacity of person signing application)SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Hope Andrade  
Secretary of State

## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for FBD Holdings, Inc. (file number 141747900), a Domestic For-Profit Corporation, was filed in this office on October 07, 1996.

It is further certified that the entity status in Texas is in existence.

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TALLAHASSEE, FLORIDA

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In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 13, 2010.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

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