

F11000005195

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

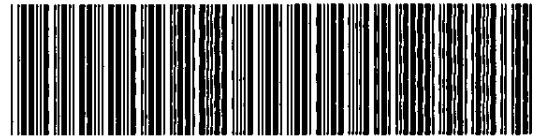
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200215321532

12/19/11--01050--002 \*\*70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 11:48

BS 11/20/11  
1-1-23-4-5

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Thorntons 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," or "Certificate of Good Standing" 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:

Joy Criss

Name of Person

Thorntons Inc.

Firm/Company

10101 Linn Station Rd., Suite 200

Address

Louisville, Kentucky 40223

City/State and Zip code

JCriss@thorntonsinc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Andrew Nystrom

Name of Person

at ( 502 ) 425-8022 x 214

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

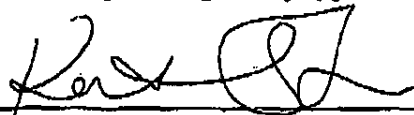
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

**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. Thorntons Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")  
~~Thorntons Inc. - Florida~~ Thorntons Inc. - Delaware  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 35-1188206  
(State or country under the law of which it is incorporated) (FRI number, if applicable)
4. 10/29/1971 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 10101 Linn Station Rd., Suite 200, Louisville, Kentucky 40223  
(Principal office address)  
10101 Linn Station Rd., Suite 200, Louisville, KY 40223  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized.  
(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  
1200 South Pine Island Road  
Office Address: \_\_\_\_\_  
Plantation, Florida, Florida 33324  
(City) (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.*



(Registered agent's signature)

**Katie Szramek  
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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 11:48

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

**A. DIRECTORS**

Chairman: Please See Attachment

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. D. A. Bridgers

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. David A. Bridgers, Vice President and General Counsel of Thorntons Inc.

(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 11:48

**Attachment for Question 12 on Thorntons Inc.'s Application by a Foreign Corporation for Authorization to Transact Business in Florida.**

**Thorntons Inc.**

10101 Linn Station Rd.  
Suite 200  
Louisville, Kentucky 40223

**Thornton, James H.**

10101 Linn Station Rd.  
Suite 200  
Louisville, Kentucky 40223

Director/Chairman of the Board

**Thornton, Matthew A.**

10101 Linn Station Rd.  
Suite 200  
Louisville, Kentucky 40223

President/Chief Executive Officer/Director

**Stackhouse, Brenda M.**

10101 Linn Station Rd.  
Suite 200  
Louisville, Kentucky 40223

Director/Executive Vice-President

**Campbell, H. Alexander**

500 West Jefferson Street  
Suite 2800  
Louisville, Kentucky 40202-2898

Secretary

**Bridgers, David A.**

10101 Linn Station Rd.  
Suite 200  
Louisville, Kentucky 40223

Vice President/Secretary

**Kamer, Christopher R.**

10101 Linn Station Rd.  
Suite 200  
Louisville, Kentucky 40223

Chief Financial Officer

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 11:49

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THORNTONS 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 TWELFTH DAY OF DECEMBER, A.D. 2011.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 DEC 28 AM 11:48



0776093 8300

111268629

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9217955

DATE: 12-12-11