

F12000004200

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

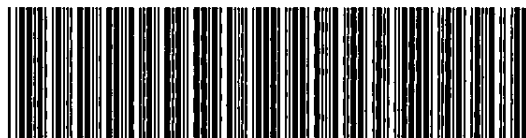
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800240571528

10/15/12--01036--007 **78.75

FILED
12 OCT 15 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/16/12
J

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Franklin Foods Holdings, 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:

Arline Duffy

Name of Person

Sheehey Furlong & Behm P.C.

Firm/Company

30 Main Street, P.O. Box 66

Address

Burlington, VT 05402

City/State and Zip code

aduffy@sheeheyvt.com

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

For further information concerning this matter, please call:

Arline Duffy

Name of Person

at (802) 864-9891

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.

FILED
22 OCT 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FL

1. Franklin Foods Holdings, 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. 46-1052805

(FEI number, if applicable)

4. 8/31/2012

(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. 6274 Linton Blvd STE 102, Delray Beach, FL 33484

(Principal office address)

same

(Current mailing address)

8. All legal & lawful business

(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: Marc Poirier

Office Address: 6274 Linton Blvd STE 102

Delray Beach

(City)

, Florida 33484

(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)

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

Director: Michael J. Dressell

Address: 6274 Linton Blvd. STE 102
Delray Beach, FL 33484

Director: Nordahl L. Brue

Address: 6274 Linton Blvd. STE 102
Delray Beach, FL 33484

Director: Jonathan R. Gutknecht

Address: 6274 Linton Blvd. STE 102
Delray Beach, FL 33484

Director: _____

Address: _____

B. OFFICERS

President: Jonathan R. Gutknecht

Address: 6274 Linton Blvd. STE 102
Delray Beach, FL 33484

Vice President: Nordahl L. Brue

Address: 6274 Linton Blvd. STE 102
Delray Beach, FL 33484

Vice
Pres: Michael J. Dressell

Address: 6274 Linton Blvd. STE 102, Delray Beach, FL 33484

Sec./
Treasurer: Marc Poirier

Address: 6274 Linton Blvd. STE 102, Delray Beach, FL 33484

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

13. 

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. Marc Poirier, Secretary/Treasurer

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

FILED
12 OCT 19 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRANKLIN FOODS HOLDINGS, 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 SECOND DAY OF OCTOBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FRANKLIN FOODS HOLDINGS, INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF AUGUST, A.D. 2012.

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

FILED
12 OCT 15 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FL 32310

5206867 8300

121090806




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9887986

DATE: 10-02-12