

# F12000005156

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : PCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

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

FOREIGN PROFIT/NONPROFIT CORPORATION  
TIM HORTONS USA INC.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

DEC 27 2012

## COVER LETTER

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

**SUBJECT:** Tim Hortons USA 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:

Teresa Skiland

Name of Person

Tim Hortons USA Inc.

Firm/Company

874 Sinclair Road, Oakville, ON, L6K 2Y1

Address

City/State and Zip code

skiland\_teresa@timhortons.com

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

For further information concerning this matter, please call:

Teresa Skiland

at (905) 339-6148

Name of Person

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:

- |                                             |                                                                        |                                                                 |                                                                                           |
|---------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>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. Tim Hortons USA 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. 98-0540122

(FEI number, if applicable)

4. June 18, 2007

(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. 4150 Tuller Road, Suite 236, Dublin, OH, 43017

(Principal office address)

4150 Tuller Road, Suite 236, Dublin, OH, 43017

(Current mailing address)

8. franchisor of quick service restaurants

(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:

CT 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 as 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.*

Connie Bryan

(Registered agent's signature)

Connie Bryan

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.

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

**A. DIRECTORS**

Chairman: Please see attached Directors' Report

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

**B. OFFICERS**

President: Please see attached Officers' Report

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

**NOTE:** If necessary, you may attach an affidavit 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. Michel Meilleur, Senior Vice President

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Directors / Officers Report

As of 12/4/2012

### Tim Hortons USA Inc.

#### Directors

**Mira Kipker** **Director**  
Primary Address: 4150 Tuller Road, Suite 236  
Dublin, Ohio 43017 (United States)

**Michel Meilleur** **Director**  
Primary Address: 4150 Tuller Road, Suite 236  
Dublin, Ohio 43017 (United States)

**Kyong Wahl** **Director**  
Primary Address: 4150 Tuller Road, Suite 236  
Dublin, Ohio 43017 (United States)

#### Officers

**Paul D. House** **Chairman**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Paul D. House** **President**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Paul D. House** **Chief Executive Officer**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**David F. Clanachan** **Chief Operations Officer**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Cynthia J. Devine** **Chief Financial Officer**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**William A. Moir** **Chief Brand and Marketing Officer**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Roland M. Walton** **Executive Vice President**  
Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

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TALLAHASSEE, FL 32399

## Directors / Officers Report

As of 12/4/2012

### Tim Hortons USA Inc.

**John M. Hemeon**

**Executive Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Jill E. Aebker**

**Senior Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Jill E. Aebker**

**General Counsel**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Jill E. Aebker**

**Secretary**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Nikola Javor**

**Senior Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Brigid V. Pelino**

**Senior Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Michel Meilleur**

**Senior Vice President**

Primary Address: 4150 Tuller Road, Suite 236  
Dublin, Ohio 43017 (United States)

**Gesa Wisch**

**Senior Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Scott Bonikowsky**

**Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Diana Fife**

**Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

**Glenn O. Hollis**

**Vice President**

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

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TALLAHASSEE, FL 32399

## Directors / Officers Report

As of 12/4/2012

### Tim Hortons USA Inc.

#### David H. McMullen

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

#### Meredith F. Michetti

#### Vice President and Deputy General Counsel

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

#### Michael J. Myskiw

#### Vice President

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

#### Michael J. Myskiw

#### Treasurer

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

#### Michelle Wettlaufer

#### Vice President

Primary Address: 874 Sinclair Road  
Oakville, Ontario L6K 2Y1 (Canada)

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TALLAHASSEE, FL 32399

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIM HORTONS USA 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 TWENTY-FOURTH DAY OF DECEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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TALLAHASSEE, FLORIDA

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at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0095653

DATE: 12-24-12