

F13 000000059

Florida Department of State

Division of Corporations

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To:

Division of Corporations
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From:

Account Name : C T CORPORATION SYSTEM
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FOREIGN PROFIT/NONPROFIT CORPORATION

AMZ Parent Corp.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

T. Burch JAN 11 2013

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: AMZ Parent Corp.

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:

Cindy Oberdorff

Name of Person

Kirkland & Ellis LLP

Firm/Company

300 North LaSalle

Address

Chicago, IL 60654

City/State and Zip code

ramara@goldengatecap.com

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

For further information concerning this matter, please call:

Rajeev Amara

at (415) 983-2773

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 &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$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. <u>AMZ Parent Corp.</u>	
(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. <u>Delaware</u>	3. _____
(State or country under the law of which it is incorporated)	(FEI number, if applicable)
4. <u>December 6, 2012</u>	5. <u>Perpetual</u>
(Date of incorporation)	(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. <u>4800 State Road 60 East, Mulberry, FL 33860</u>	
(Principal office address)	
<u>4800 State Road 60 East, Mulberry, FL 33860</u>	
(Current mailing address)	
8. <u>Holding company</u>	
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)	
9. Name and <u>street address</u> of Florida registered agent: (P.O. Box <u>NOT</u> acceptable)	
Name: <u>CT Corporation System</u>	
Office Address: <u>1200 South Pine Island Road</u>	
<u>Plantation</u> , Florida <u>33324</u>	
(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.

By: CT Corporation System Angel Shearer
Assistant Secretary
(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.

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13 JAN -4 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Rajeev Anam

Address: One Embarcadero Center, 39th Floor, San Francisco, CA 94111

Director: Prescott Ashe

Address: One Embarcadero Center, 39th Floor, San Francisco, CA 94111

B. OFFICERS

President: Patrick G. Lavin

Address: 4800 State Road 60 East, Mulberry, FL 33860

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.  _____
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. Frank L. Walters, Chief Executive Officer

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

Addendum of Additional Officers

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

FOR AMZ Parent Corp., a Delaware corporation

12.A. DIRECTORS

Frank L. Waters, 4800 State Road 60 East, Mulberry, FL 33860

12.B. OFFICERS

Chief Executive Officer: Frank L. Waters, One Embarcadero Center, 39th Floor, San Francisco,
CA 94111

Chief Manufacturing Officer: William H. Cook, 4800 State Road 60 East, Mulberry, FL 33860

Chief Marketing Officer: Jeffry R. Walker, 4800 State Road 60 East, Mulberry, FL 33860

Vice President, Procurement: James D. Van Orsdale, 4800 State Road 60 East, Mulberry, FL
33860

Vice President, Human Resources: Patricia L. Arscott, 4800 State Road 60 East, Mulberry, FL
33860

Vice President, Finance and Chief Financial Officer: Ronald S. Lueptow, 4800 State Road 60
East, Mulberry, FL 33860

Assistant Secretary: Michael Visca, 4800 State Road 60 East, Mulberry, FL 33860

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K&E 24661552.1

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AME PARENT 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 SECOND DAY OF JANUARY, A.D. 2013.

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

FILED
13 JAN -4 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5253717 8300

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You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0111817

DATE: 01-02-13