

Division of Corporations

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H1400003058

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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

RE-SUBMIT

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

Please retain original filing
date of submission 7/16

****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
R&B FOODS, INC. d/b/a RAGU & BERTOLLI FOODS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	069
Estimated Charge	\$70.00

CM
7/16

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14 JUL 16 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

July 17, 2014

CT CORPORATION SYSTEM

SUBJECT: R & B FOODS, INC.
REF: W14000043987

RE-SUBMIT

Please retain original filing
date of submission 7/16

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

(FOR THE ALTERNATE NAME)

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Carol Mustain

FAX Aud. #: H14000169462

RECEIVED

14 JUL 18 PM 9 15

RECEIVED

16

7/18/2014 9:09:57 From: To: 8506176381

(3/9)

~~850-617-6381~~ ~~7/17/2014 2:29:39 PM~~ ~~PAGE~~ ~~2/002~~ ~~Fax Server~~

Regulatory Specialist II

Letter Number: 314A00015413

7/18/2014 9:09:57 From: To: 8506176381

(4/9)



July 17, 2014

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Consent to permit Ragu & Bertolli Foods, Inc. Name to be used as a foreign entity

Dear Sir or Madam:

Please allow the name Ragu & Bertolli Foods, Inc. to be used as a foreign entity in the state of Florida.

Sincerely,

A handwritten signature in black ink that reads 'Thomas J. Baker'. The signature is written in a cursive style with a large, stylized 'T' and 'B'.

Thomas J. Baker
Controller
R&B Foods Inc.
1661 Feehanville #300
Mount Prospect, IL 60056

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: RAGU & BERTOLLI FOODS, 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:

Thomas J Baker

Name of Person

R&B FOODS, INC.

Firm/Company

1661 Feehanville Drive, Suite 300

Address

Mount Prospect, IL 60056

City/State and Zip code

thomas.baker@mizkan.com

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

For further information concerning this matter, please call:

thomas baker

Name of Person

at (847) 590-0059 ext 1335

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. R&B Foods, Inc.

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

Ragu & Bertolli Foods, Inc.

(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. 37-1757983

(FEI number, if applicable)

4. May 27, 2014

(Date of incorporation)

5. Perpetual

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

6. July 1, 2014

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

7. 1661 Feehanville Drive, Suite 300, Mount Prospect, IL 60056

(Principal office address)

1661 Feehanville Drive, Suite 300, Mount Prospect, IL 60056

(Current mailing address)

8. 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

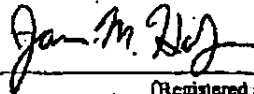
(City)

Florida 33324

(Zip code)

9. 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.



James M. Halpin
Assistant Secretary

(Registered agent's signature)

10. 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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14 JUL 16 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Kazuhide Nakano

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

Vice Chairman: _____

Address: _____

Director: Miwa Nakano

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

Director: Kenji Hasegawa

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

B. OFFICERS

President: Ichizo Kobayashi

Address: 200 West Campbell St. Unit 303
Arlington Heights, IL 60005

Vice President: _____

Address: _____

Secretary: Satoshi Yasuda

Address: 1249 Old Timber Lane, Hoffman Estates, IL 60192

Treasurer: Tomoyuki Isshiki

Address: 1603 East Central #234, Arlington Heights, IL 60005

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

12. _____

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.

13. Tomoyuki Isshiki Chief Financial Officer

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

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

A. DIRECTORS

Chairman: Koichi Ito

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

Vice Chairman: Atsushi Kojima

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

Director: Seiko Nakano

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

Director: Yukio Nonoyama

Address: 1661 Feehanville Drive, Suite 300
Mount Prospect, IL 60056

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "R&B FOODS, 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 ELEVENTH DAY OF JUNE, A.D. 2014.

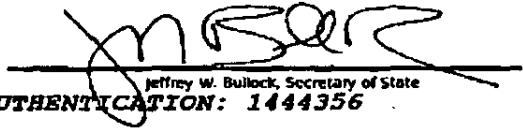
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

5539824 8300

140825639

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1444356

DATE: 06-11-14