

F95000003353



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 640991 86901D

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizato

ORDER DATE : July 13, 1995

ORDER TIME : 10:09 AM

ORDER NO. : 640991

CUSTOMER NO: 86901D

200001536752

CUSTOMER: Mr Melvin Maldonado
Prentice Hall Legal &
375 Hudson Street
New York, NY 10014

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95 JUL 13 AM 10:17
DIVISION OF STATE CORPORATIONS

FOREIGN FILINGS

NR# R95-2462 Jane

NAME: FINDLEY FOOD SERVICE INC.

RESERVATION # R95000002462

XX PROFIT

XX CORPORATE

NON-PROFIT

LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 13 AM 11:54

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

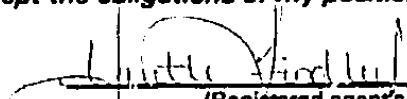
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Findley Food Service Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. ---
(FEI number, if applicable)
4. May 30, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 112 67th Avenue West
Bradenton, Florida 34207
(Current mailing address)
8. To conduct all aspects of a food service business.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Yvette Findley
Office Address: 112 67th Avenue West
Bradenton, Florida, 34207
(Zip Code)

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CORPORATIONS
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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)
Yvette Findley

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 addresses of officers and/or directors:

A. DIRECTORS

and no/a director

Chairman/ Yvette Findley

Address: 112 67th Avenue West

Bradenton, Florida 34207

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Yvette Findley

Address: 112 67th Avenue West

Bradenton, Florida 34207

Vice President: _____

Address: _____

Secretary/Treasurer: Ruth Pickholtz

Address: 89 Chemin de la Sucrierie

Rigaud, Quebec, CANADA

Treasurer: _____

Address: _____

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

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Yvette Findley - President
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FINDLEY FOOD SERVICE 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 JULY, A.D. 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 13 AM 11:54



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7570757

DATE: 07-12-95