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P.O. BOX 4488
OLD CITY HALL BUILDING
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LAKELAND, FLORIDA 33802-4488
(813) 683-8811
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P.O. DRAWER 7608
LAKE REGION PLAZA
SUITE 300
141 8TH STREET, NW
WINTER HAVEN, FLORIDA 33883-7608
(813) 884-3380
FAX 888-6488

PLEASE REPLY TO

Lakeland
November 10, 1994

300001574213
-08/30/95--01089--001
***2661.25 ***2661.25

W95-10177

694 24660

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

600001329856
-11/16/94--01025--007
*****43.75 *****43.75

Attn: Qualification/Tax Lien Section

Re: J. D. Benson's Old Mexican Foods, Inc.

900001342813
-12/01/94--01065--001
*****26.25 *****26.25

Gentlemen:

The enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Existence and check for \$43.75 are submitted to register the above referenced foreign corporation to transact business in Florida. Please return a Certificate of Status in this regard, the fee for which is included in our check.

Please return all correspondence concerning this matter to the undersigned.

Thank you for your attention and consideration.

Sincerely yours,

Dennis P. Johnson

DPJ/kac
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 31 AM 11:30
(K8/3)



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 16, 1994

DENNIS P. JOHNSON
PETERSON, MYERS, CRAIG, CREWS ET AL.
PO BOX 24628
LAKELAND, FL 33802-4628

SUBJECT: J. D. BENSON'S OLE' MEXICAN FOODS, INC.
Ref. Number: W94000024660

We have received your document for J. D. BENSON'S OLE' MEXICAN FOODS, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$26.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Number 6 of the application must be completed. If the corporation has not transacted business or conducted its affairs in Florida because it has not received confirmation from this office, please insert the words "upon qualification" in lieu of a date.

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 694A00049825



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 1, 1994

DENNIS P. JOHNSON
PETERSON, MYERS, CRAIG, CREWS ET AL.
PO BOX 24628
LAKELAND, FL 33802-4628

SUBJECT: J. D. BENSON'S OLE' MEXICAN FOODS, INC.
Ref. Number: W94000024660

We have received your document for J. D. BENSON'S OLE' MEXICAN FOODS, INC. and your check(s) totalling \$26.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

As noted in our previous letter, a copy of which is attached, you must complete line 6 of your application.

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 694A00051507



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 19, 1994

DENNIS P. JOHNSON
PETERSON, MYERS, CRAIG, CREWS ET AL.
PO BOX 24628
LAKELAND, FL 33802-4628

SUBJECT: J. D. BENSON'S OLE' MEXICAN FOODS, INC.
Ref. Number: W94000024660

We have received your document for J. D. BENSON'S OLE' MEXICAN FOODS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2,661.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 494A00053596



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 16, 1995

VERONICA MORENO
J.D. BENSON'S OLE' MEXICAN FOODS, INC.
5565 NEW PEACHTREE RD
CHAMBLEE, GA 30341

SUBJECT: J.D. BENSON'S OLE' MEXICAN FOODS, INC.
Ref. Number: W95000010179

CERTIFIED MAIL #P 348 066 506 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of J.D. BENSON'S OLE' MEXICAN FOODS, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by J.D. BENSON'S OLE' MEXICAN FOODS, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$2661.25 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

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:

J.D. Benson's Ole Mexican Foods, Inc.

1. (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. Georgia 3. 58-1847060
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1988 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1990
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 5565 New Peachtree Road
Chamblee, Georgia 30341
(Current mailing address)

8. Manufacturer and distributor of ethnic foods
(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: Bobby Bledsoe

Office Address: 5865 New Tampa Highway

Lakeland, Florida, 33801
(Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 31 AM 11:30

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.

X Bobby Bledsoe
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Eduardo MorenoAddress: 5565 New Peachtree RoadChamblee, Georgia 30341Vice Chairman: Veronica MorenoAddress: 5565 New Peachtree RoadChamblee, Georgia 30341

Director: _____

Address: _____

Director: _____

Address: _____

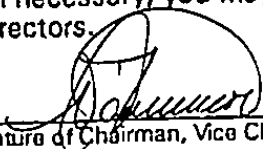
B. OFFICERS

President: Eduardo MorenoAddress: 5565 New Peachtree RoadChamblee, Georgia 30341Vice President: None

Address: _____

Secretary: Veronica MorenoAddress: 5565 New Peachtree RoadChamblee, Georgia 30341Treasurer: Eduardo MorenoAddress: 5565 New Peachtree RoadChamblee, Georgia 30341

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. Veronica Moreno, Secretary of Corporation
(Typed or printed name and capacity of person signing application)

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Dr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 943010213
CONTROL NUMBER : 8808950
DATE INC/AUTH/FILED : 05/05/1988
JURISDICTION : GEORGIA
PRINT DATE : 10/28/1994
FORM NUMBER : 211

SECRET
DIVISION OF CORPORATIONS
55 AUG 31 2:11:31 PM '94

FERNANDO R. MUNOZ
3236 REHOBOTH DR
DECATUR GA 30033

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

J. D. BENSON'S OLE' MEXICAN FOODS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta