

# F95000004887

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

700000115011777  
-09/22/95- 01075-010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

1595-19226

SUBJECT: MARCORP, INC.

(Name of corporation - must include suffix)

10-10

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

JOHN ALEXANDER

(Name of Person)

MARCORP, INC.

(Firm/Company)

4721 MORRISON DRIVE

(Address)

MOBILE, ALABAMA 36609

(City/State/Zip)

95 OCT 19 09 53  
DIVISION OF CORPORATIONS  
SECTION 10-10

Should you need to call someone concerning this matter, please call:

JOHN ALEXANDER

(Name of Person)

at ( 334 ) 344-3000

(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

9-28-95 ga.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 25, 1995

JOHN ALEXANDER  
MARCORP INC.  
4721 MORRISON DR  
MOBILE, AL 36609

SUBJECT: MARCORP INC.  
Ref. Number: W95000019226

We have received your document for MARCORP 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):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6094.

Doug Dickinson  
Document Specialist


Letter Number: 795A00043758

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned I.V. Mashburn, do hereby certify  
that this Resolution of the Board of Directors of Marcorp, Inc.,  
a corporation duly organized and existing under the laws of the State of Alabama,  
was duly adopted on September 29, 19 95.

Resolved, that Marcorp, Inc., organized  
and existing in the State of Alabama, hereby adopts the  
name Marcorp, Inc. of Alabama for use in Florida.

Dated: September 29, 1995

  
\_\_\_\_\_  
Signature of at least one director

FILED  
SECRETARY OF STATE  
DIVISION  
95 OCT 10 AM 6:33

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. MARCORP 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. ALABAMA  
(State or country under the law of which it is incorporated)
3. 63-1131885  
(FEI number, if applicable)
4. NOV. 14, 1974  
(Date of Incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. 9-1-95  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 4721 MORRISON DR  
MOBILE, AL 36609  
(Current mailing address)
8. TO ENGAGE IN ANY LAWFUL ACT. (PRIMARYLY FOOD SERVICE).  
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: FRED HEAVISIDE  
8384 BAYMEADOWS ROAD, SUITE 13  
Office Address: \_\_\_\_\_  
JACKSONVILLE, Florida, 32256  
(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.

Fred Heaviside

(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
NOV 10 1974 6:33

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: HARRY MILLER

Address: 88 UNION AVENUE, SUITE 1104, MEMPHIS, TN 38103

Vice Chairman: I. V. MASHBURN

Address: 4721 MORRISON DR, MOBILE, AL 36609

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

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

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

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

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: HARRY MILLER

Address: 88 UNION AVENUE, SUITE 1104, MEMPHIS, TN 38103

Vice President: I. V. MASHBURN

Address: 4721 MORRISON DR, MOBILE, AL 36609

Secretary: JOHN ALEXANDER

Address: 4721 MORRISON DR, MOBILE, AL 36609

Treasurer: KARIN BALLARD

Address: 4721 MORRISON DR, MOBILE, AL 36609

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

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

14. John Alexander / Secretary  
(Typed or printed name and capacity of person signing application)



NO. **D** 01165

State of Alabama  
Department of Revenue

Certificate of Good Standing  
Domestic Corporation

95 OCT 19 AM 6:33


SECRETARY OF STATE  
DIVISION OF REVENUE

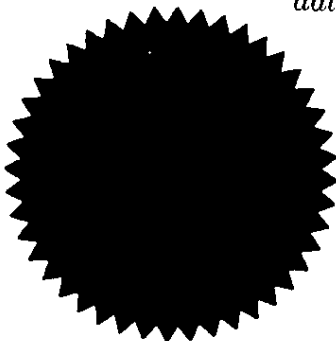
I, Ernest J. Broadhead, Chief of the Corporate Tax Division of the Alabama Department of Revenue, hereby certify that the records of said Alabama Department of Revenue show that MARCORP INC, a domestic corporation, incorporated in Mobile County on November 14, 1994 has to date made all returns and paid all domestic corporation franchise tax and permit fee due as required by Section(s) 40-14-22 and 40-14-40 Code of Alabama 1975, and is in good standing as a domestic corporation.

IN WITNESS WHEREOF, I hereunto set my hand this  
date of August 30, 1995.

  
Chief, Corporate Tax Division

ATTEST:

  
Secretary



1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX

800-342-8086



**F 95000004887**

ACCOUNT NO. : 072100000032

REFERENCE : 899523 7105792

AUTHORIZATION :

COST LIMIT : *Patricia 000 0000*

ORDER DATE : March 28, 1996

ORDER TIME : 11:54 AM

ORDER NO. : 899523

800001763188

CUSTOMER NO: 7105792

CUSTOMER: John C. Alexander, Esq  
Sodexo Management Services  
4721 Morrison Drive

Mobile, AL 36625-0001

CHANGE OF AGENT

NAME: MARCORP, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XXX PLAIN STAMPED COPY

CONTACT PERSON: Harry B. Davis

**FILED**  
96 MAR 29 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**RECEIVED**  
96 MAR 29 PM 1:21  
DIVISION OF CORPORATION

*R.A. Change*

*4/1/96*

*DC*

Florida Department of State, Sandra B. Mortham, Secretary of State

# STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Alabama submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: MARCORP. INC. OF ALABAMA

1b. The mailing address of the corporation is: 4721 Morrison Drive, Mobile,  
Alabama 36609

1c. Date of incorporation: 11-14-94 Document number: F95000004887

2. Name and address of the current registered agent and office:

Fred Heaviside

9384 Baymeadows Road, #13

Jacksonville, Florida 32256

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

The Prentice-Hall Corporation System, Inc.

1201 Hays Street,

Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

John C. Alexander / Secretary  
(Signature of an officer, chairman or  
vice chairman of the board)

3/25/96  
(Date)

John C. Alexander  
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

The Prentice-Hall Corporation System, Inc.

By: Kelly A. Howley  
(Signature of Registered Agent)

3/28/96  
(Date)

If signing on behalf on an entity:

Kelly A. Howley  
(Typed or Printed Name)

Asst. Sec.  
(Capacity)

FILED  
96 MAR 29 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA