

E96000001809

1201 HAYS STREET
TAMPA, FL 33601
941-221-9171
941-221-0711 FAX

800-342-8086

RECEIVED

96 APR 10 PM 4:32

DIVISION OF CORPORATION

CSC networks
PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 891935 4352702

AUTHORIZATION :

Patricia Pyjota

COST LIMIT : \$ 122.50

ORDER DATE : March 22, 1996

ORDER TIME : 2:37 PM

ORDER NO. : 891935

CUSTOMER NO: 4352702

100001776051

CUSTOMER: Ms. Jennifer Lukas
Williams Parker Harrison Pich
200 South Orange Avenue

Sarasota, FL 34230-3250

FOREIGN FILINGS

NAME: AMERICAN COOKIE RETAILERS,
INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 10 AM 8:35
W2
4/11

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLIENT REPRESENTATIVE

**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. Name. The name of the Corporation is (the word "Incorporated", "Company" or "Corporation", etc. must appear to indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

American Cookie Retailers, Inc.

2. State of Incorporation. The state or country under the law of which Corporation is incorporated is

Georgia

4. Date of Incorporation. The date of incorporation of the Corporation is

March 21, 1996

5. Duration. The existence of the Corporation shall be

Perpetual

6. Federal Employer Identification Number. (if applicable)

65-0650864

7. Date First Transacted Business in Florida. (See Sections 607.1501, 607.1502, and 817.155, F.S.)

Upon Filing

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
1996 APR 10 AM 8:35

8. Mailing Address. The mailing address of the Corporation is

2022 Powers Ferry Road, #240
Atlanta, Georgia 30339

9. Nature of Business. (Brief description of the nature of business in which it is engaged in the State of Florida.)

General Partner of Florida Limited Partnership engaged in retail sales throughout the United States.

10. Officers and/or Directors. The officers and directors of the Corporation and their addresses, are as follows:

Richard Karp
President
7507 South Tamiami Trail, Suite 212
Sarasota, Florida 34231

Tammy Karp
Treasurer
7507 South Tamiami Trail, Suite 212
Sarasota, Florida 34231

Arthur Karp
Director and Secretary
7507 South Tamiami Trail, Suite 212
Sarasota, Florida 34231

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 10 AM 8:35

11. Florida Registered Agent and Office. The name of the registered agent and the address of the registered office of the Corporation is

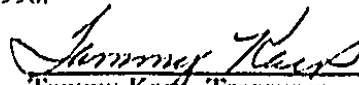
Susan B. Jewell
200 South Orange Avenue
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.

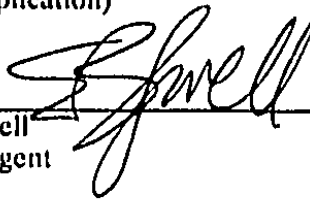
12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or

other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

Dated this 26th day of March, 1996.



Tammy Karp, Treasurer
(Chairman, Vice Chairman, or any officer listed in
#9 of the application)



Susan B. Jewell
Registered Agent

JD-134656

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 10 AM 8:35

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

DOCKET NUMBER : 960920503
CONTROL NUMBER : 9609498
DATE INC/AUTH/FILED : 03/21/1996
JURISDICTION : GEORGIA
PRINT DATE : 04/01/1996
FORM NUMBER : 0211

CSC NETWORKS
EILEEN EDMONDSON
66 LUCKIE STREET, SUITE 604
ATLANTA, GA 30303

CERTIFICATE OF EXISTENCE

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

AMERICAN COOKIE RETAILERS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was 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, certificate of cancellation or any other similar document 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, a statement of commencement of winding up 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.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 10 PM 6:30