

Document Number Only

**F96000003161**

CI CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALIAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

200001871512  
-06/21/96--01069--035  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

200001871512  
-06/21/96--01069--038  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

200001871512  
-06/21/96--01069--039  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

*Aaron Brothers, Inc.*

96 JUN 21 PM 2:09

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit     | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                 |
| <input type="checkbox"/> NonProfit             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark                   |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other                  |
| <input checked="" type="checkbox"/> Foreign    | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.         |
| <input type="checkbox"/> Limited Partnership   | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Reinstatement         | <input checked="" type="checkbox"/> CUS G/S     |   |
| <input type="checkbox"/> Certified Copy        | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call if Problem        |
| <input type="checkbox"/> Call When Ready       | <input type="checkbox"/> Will Wait              | <input type="checkbox"/> After 4:30             |
| <input checked="" type="checkbox"/> Walk In    |   | <input checked="" type="checkbox"/> Pick Up     |
| <input type="checkbox"/> Mail Out              |   |   |

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

6/21

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. Aaron Brothers, 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. 95-3601348

(FEI number, if applicable)

4. January 29, 1981

(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 817.156, F.S.))

7. 1270 South Goodrich Blvd., Commerce, California 90022

(Current mailing address)

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8. retail and manufacturing

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine  
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

M. T. Fitzpatrick  
(Registered agent's signature) (Officer)

M.T. Fitzpatrick, Asst. Secretary

(Type Name and Title of Officer)

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: see attached list of directors

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

Vice Chairman: see attached list of directors

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

Director: see attached list of directors

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

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

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

B. OFFICERS

President: see attached list of officers

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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. Matthew Pannok, Vice President

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

**LIST OF OFFICERS AND DIRECTORS FOR  
AARON BROTHERS, INC.**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Bruce Dale	President and Director	1270 South Goodrich Boulevard Commerce, California 90022
Matthew Pannek	Vice President - Finance and Director	1270 South Goodrich Boulevard Commerce, California 90022
Norman Hullinger	Vice President - Operations and Director	1270 South Goodrich Boulevard Commerce, California 90022
Janine Friedman	Vice President - Advertising & Marketing and Director	1270 South Goodrich Boulevard Commerce, California 90022
Mark Beasley	Secretary and Director	1270 South Goodrich Boulevard Commerce, California 90022
Don Morris	Director	1270 South Goodrich Boulevard Commerce, California 90022
Kris Magnuson	Director	1270 South Goodrich Boulevard Commerce, California 90022

State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AARON BROTHERS, 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 NINETEENTH DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 21 PM 2:10



  
Edward J. Freel, Secretary of State

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960179712

AUTHENTICATION:

DATE:

7993886

06-19-96

# F96000003161

JONES, DAY, REAVIS & POGUE

ATLANTA  
BIRMINGHAM  
CHICAGO  
CLEVELAND  
COLUMBUS  
FRANKFURT  
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LONDON  
LOS ANGELES  
NEW DELHI  
NEW YORK  
PARIS  
PITTSBURGH  
RIYADH  
TAIPEI  
TOKYO  
WASHINGTON

2300 THAMMELL CROW CENTER  
2001 ROSS AVENUE  
DALLAS, TEXAS 75201

MAILING ADDRESS:  
P.O. BOX 600223  
DALLAS, TEXAS 75266  
TELEPHONE: 214-220-3939  
TELEX: 730862  
CABLE: ATTORNEYS DALLAS  
FACSIMILE: 214-689-5100  
DIRECT DIAL NUMBER:

5668:tjt  
961228-060004

(214) 969-3619

October 9, 1996

VIA FEDERAL EXPRESS

Ms. Velma Shepard  
Office of the Secretary of State of Florida  
Amendments Department  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
96 OCT 10 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Withdrawal and Amended Certificate of  
Authority Filings

Dear Ms. Shepard:

400001974494--1

-10/15/96--01149--020

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed for filing upon receipt, in the order in which they appear below, are the following:

1. Application for the Withdrawal by reason of merger of Aaron Brothers, Inc., a Delaware Corporation qualified to do business in Florida, and the \$35.00 filing fee.
2. Application for an Amended Certificate of Authority reflecting the name change of Aaron Brothers Holdings, Inc., a Delaware Corporation qualified to do business in Florida, to Aaron Brothers, Inc., including a Certificate Re Name Change from the State of Delaware supporting the application, and the \$35.00 filing fee.

The order in which these two filings are made is critical. The Withdrawal must be filed first and the application for an Amended Certificate of Authority immediately after in order to ensure that the name Aaron Brothers, Inc. is released and then immediately made available and taken by Aaron Brothers

JONES, DAY, REAVIS & POGUE

Ms. Valma Shepard  
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Holdings, Inc., thereby eliminating the possibility of the name being taken by a third party.

Please contact me at (214)969-3619 if you have any difficulties or questions regarding these two filings. Lastly, please utilize the enclosed self addressed Federal Express envelope to return evidence of these filings.

Very truly yours,



Todd J. Thorson  
Project Assistant

Enclosures

cc: Lisa K. Durham, Esq.  
Rebecca Roland



APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY  
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

AARON BROTHERS, INC.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

CT Corporation Systems 1311 Executive Center Drive, Suite 200

(Mailing Address)

Tallahassee, Florida 32301

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Mark V. Beasley

Signature

10-2-96

Date

Mark V. Beasley

Typed or printed name

Secretary

Title

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96 OCT 10 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA