

Document Number Only

F96000004008

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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00000000000000000000
*****70,000 *****70,000

SMI Franchising Corp.

96 AUG -6 PM 1:10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS &
8/6

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

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8-6

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. SMI Franchising Corp.

(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. 46-0420248

(FEI number, if applicable)

4. July 22, 1991

(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. 700 E 48th Street North, Sioux Falls, South Dakota 57104

(Current mailing address)

8. to engage in any lawful act or activity for which corporations may be organized

(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

Sharon L. Gahlau
(Registered agent's signature) (Officer)

Sharon L. Gahlau, Asst. Vice President

(Type Name and Title of Officer)

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DIVISION OF CORPORATIONS
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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: _____

Address: _____

Vice Chairman: _____

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. Richard G. Monteller, Vice President
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
96 AUG -6 PM 1:10

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
SMI Franchising Corp.**

1. Wayne B. Lyon
21001 Van Born Road
Taylor, Michigan 48180
2. Eugene A. Gargaro, Jr.
21001 Van Born Road
Taylor, Michigan 48180
3. Richard G. Mosteller
21001 Van Born Road
Taylor, Michigan 48180

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DIVISION OF CORPORATIONS
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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
SMI Franchising Corp.**

1. Wayne B. Lyon, Vice President
21001 Van Born Road
Taylor, Michigan 48180
2. Eugene A. Gargaro, Jr., Vice President and Secretary
21001 Van Born Road
Taylor, Michigan 48180
3. Richard G. Mosteller, Vice President, Treasurer and Asst. Secretary
21001 Van Born Road
Taylor, Michigan 48180
4. Anthony W. Bour, President
700 E 48th Street North
Sioux Falls, South Dakota 57104
5. Gerald Bright, Vice President and Asst. Secretary
21001 Van Born Road
Taylor, Michigan 48180
6. David A. Doran, Vice President
21001 Van Born Road
Taylor, Michigan 48180

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -6 PM 1:10

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMI FRANCHISING CORP." 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 THIRTIETH DAY OF JULY, 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.



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION

DATE

2269107 8300

960220847

8046903

07-30-96

966

Document Number Only

F96 00000 4008

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

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*****35.00 *****35.00

SMT Franchizing Corp.

Changed name to:

SMT Retail Corp

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☒ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

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N. HENDRICKS DEC 10 1996

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
96 DEC 10 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. SMI Franchising Corp.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: August 6, 1996

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

November 1, 1996

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

SMI Retail Corp.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature
Name and Title

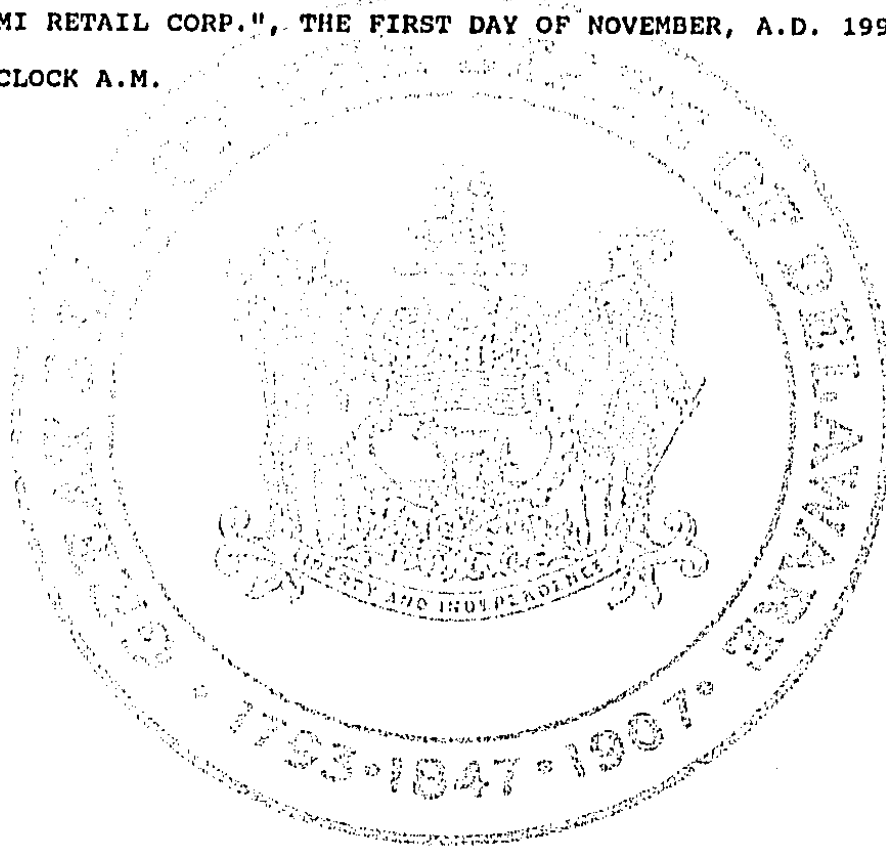
Richard G. Mosteller, Vice
President

11/29/96
Date

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SMI FRANCHISING CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SMI RETAIL CORP.", THE FIRST DAY OF NOVEMBER, A.D. 1996, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2269107 8320

960356733

AUTHENTICATION:

8225082

DATE:

12-06-96