

Document Number Only
F96000004558

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

700001941557

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DIVISION OF CORPORATIONS

Professional Food Service Management, Inc

WA
9/5

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

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file 2nd

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. Professional Food-Service Management, 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. 56-1981761
(FEI number, if applicable)

4. June 26, 1996
(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. 2400 Yorkmont Road, Attn: Legal Department, Charlotte, North Carolina
28217
(Current mailing address)

8. See attached purpose clause
(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
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

(Registered agent's signature) (Officer)

JENNIFER F AULTMAN
ASSISTANT SECRETARY

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: _____

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Treasurer: _____

Address: _____

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

13. Carl F. Margalia
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Carl F. Margalia, President
(Typed or printed name and capacity of person signing application)

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

**Purpose Clause of
Professional Food-Service Management, Inc.**

To own, operate, manage, and generally to conduct, either directly or through one or more subsidiary corporations, food service operations, and to do all things necessary or convenient to such purpose.

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**Officers of
Professional Food-Service Management, Inc.**

1. Michael J. Bailey, CEO and Director
2400 Yorkmont Road
Charlotte, NC 28217
2. Gary R. Green, Chief Financial Officer and Director
2400 Yorkmont Road
Charlotte, NC 28217
3. Mary H. Kercher, Secretary
2400 Yorkmont Road
Charlotte, NC 28217
4. Carl F. Marsalis, President - Healthcare & Education
2400 Yorkmont Road
Charlotte, NC 28217
5. J. Kurt Kimball, Vice President - Sales
2400 Yorkmont Road
Charlotte, NC 28217
6. James R. Pande, Vice President - Colleges & Universities
2400 Yorkmont Road
Charlotte, NC 28217
7. Ivan B. Key, Assistant Secretary & Director of Operations
2400 Yorkmont Road
Charlotte, NC 28217
8. Deborah K. Delano, Assistant Secretary - Taxation
2400 Yorkmont Road
Charlotte, NC 28217

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**Directors of
Professional Food-Service Management, Inc.**

1. Michael J. Bailey
2400 Yorkmont Road
Charlotte, NC 28217
2. Gary R. Green
2400 Yorkmont Road
Charlotte, NC 28217
3. Francis H. Mackay
2400 Yorkmont Road
Charlotte, NC 28217
4. Mary H. Kercher
2400 Yorkmont Road
Charlotte, NC 28217

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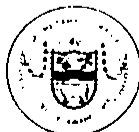
State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROFESSIONAL FOOD-SERVICE MANAGEMENT, 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 SECOND DAY OF AUGUST, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION

DATE

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08-02-96