

F96000005948

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Shopper's Express, Inc. of Delaware
(Name of corporation - must include suffix)

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:

W96-20735

Jane Sharpe

(Name of Person)

900002005579--5
-11/15/96--01022--005
****200.00 ****200.00

Shopper's Express, Inc.

(Firm/Company)

900001960388
-10/01/96--01024--010
*****78.75 *****78.75

4701 Sangamore Road

(Address)

Bethesda, MD 20816

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV 13 PM 12:27

FILED

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

Jennifer Gross

(Name of Person)

at (301) 530-6505

(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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 1, 1996

JANE SHARPE
SHOPPERS EXPRESS, INC.
4701 SANGAMORE RD.
BETHESDA, MD 20816

SUBJECT: SHOPPERS EXPRESS, INC.
Ref. Number: W96000020735

We have received your document for SHOPPERS EXPRESS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$200.00.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 096A00044947

**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. Shoppers Express, 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. 58-2081907

(FEI number, if applicable)

4. August 3, 1993

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. December 31, 1995

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))

7. 4701 Sangamore Road Bethesda, MD 20816

(Current mailing address)

8. Provides home delivery of groceries ordered by phone/on-line
(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: CT Corporation System

Office Address: 1200 S. Pine Island Road

Plantation

, Florida, 33324
(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.

Marilyn Lizzio
(Registered agent's signature)

Marilyn Lizzio - 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.

FILED
6 NOV 13 PM 12:21
T/6
CLERK OF STATE
T/6
LAHASSEE, FLORIDA

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: Martin Kahn

Address: 232 West 101 Street
New York, New York 10024

Vice Chairman: Elan Blutinger

Address: 2927 44th Street, N.W.
Washington, D.C. 20016

Director: Don Johnston

Address: 18 Oyster Shell Lane
Hilton Head, SC 29926

Director: Gordon Macklin

Address: 8212 Burning Tree Road
Bethesda, MD 20817

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

President: Richard D. Olson

Address: 1120 Radford Drive
Aurora, IL 60504

Vice President: Elan Blutinger, VP of Business Development

Address: 2927 44th Street, N.W.
Washington, D.C. 20016

Secretary: Lawrence R. Kahn

Address: 11903 Coldstream Drive
Potomac, MD 20854

Treasurer: Lawrence R. Kahn

Address: 11903 Coldstream Drive
Potomac, MD 20854

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. Lawrence R. Kahn, CEO/Secretary/Treasurer

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

56 NOV 19 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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 "SHOPPERS EXPRESS, 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 ELEVENTH DAY OF JULY, A.D. 1996.



SECRETARY OF STATE
TALLEHAUSSEE, FLORIDA

96 NOV 13 PM 12:27

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

2346110 8300
960198732

AUTHENTICATION: 8022084
DATE: 07-11-96