



THE UNITED STATES  
CORPORATION  
COMPANY

F980000001797

ACCOUNT NO. : 072100000032

REFERENCE : 756633 4327828

AUTHORIZATION : *Patricia P. [Signature]*

COST LIMIT : \$ 70.00

ORDER DATE : March 26, 1998

ORDER TIME : 10:07 AM

ORDER NO. : 756633-005

CUSTOMER NO: 4327828

CUSTOMER: Ms. Connie Carlton  
Alley Maass Rogers & Lindsay,  
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 30 PM 2:49

93/30

FOREIGN FILINGS

NAME: SPRINGWATER COOKIE &  
CONFECTIONS, INC.

DIVISION OF CORPORATION  
98 MAR 30 AM 11:20

XXXX QUALIFICATION (TYPE: CO)

400002471884--9

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:*

1. SPRINGWATER COOKIE <sup>and</sup> CONFECTIONS, 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. Ohio 3. 31-1189778  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/31/86 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 3/27/98  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 283 Sharts Road  
Springboro, Ohio 45066  
(Current mailing address)
8. To engage in lawful activity for which corporations may be formed  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida  
Section 1701 of the Ohio Revised Code.
9. Name and street address of Florida registered agent:  
Name: M. Timothy Hanlon, Esq.  
Alley, Maass, Rogers & Lindsay, P.A.  
Office Address: 321 Royal Poinciana Plaza  
Palm Beach, Florida, 33480  
(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.*

M. Timothy Hanlon  
(Registered agent's signature)

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.

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## 12. Names and addresses of officers and/or directors:

## A. DIRECTORS

Chairman: RICHARD H. KANTOR  
Address: 9531 BENCHMARK LANE  
CINCINNATI OH 45237  
Vice Chairman: DAVID A. KANTOR  
Address: 6064 LELAC ROAD  
BOCA RATON, FL 33496  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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## B. OFFICERS

President: RICHARD H. KANTOR  
Address: 9531 BENCHMARK LANE  
CINCINNATI OH 45237  
Vice President: DAVID A. KANTOR  
Address: 6064 LELAC ROAD  
BOCARATON, FL 33496  
Secretary: STEVEN L. MESSER  
Address: 6690 WEST BEECHLANDS DR  
CINCINNATI OH 45237  
Treasurer: RICHARD H. KANTOR  
Address: 9531 BENCHMARK LANE  
CINCINNATI OH 45237

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.

STEVEN L. MESSER, SECRETARY

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

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

}

*I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and miscellaneous filings; that said records show SPRINGWATER COOKIE AND CONFECTIONS, INC., an Ohio Corporation, Charter No. 687722, principal location in Springboro, County of Warren, incorporated on October 29, 1986, is currently in GOOD STANDING upon the records of this office.*

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WITNESS my hand and official  
seal at Columbus, Ohio this  
27th day of March, A.D. 1998

*Bob Taft*

Bob Taft  
Secretary of State