

F 98000002051

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: A.H. Operating Co Inc.
(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:

Deborah Wolfson
(Name of Person)

A.H. Operating Co Inc
(Firm/Company)
c/o Nassau Candy Distributors, Inc
530 W John Street
(Address)

Hicksville, NY 11801
(City/State/Zip)

200002448122--6
-03/05/98--01050--002
*****70.00 *****70.00

W98-4956

200002448122--6
-04/09/98--01098--001
*****650.00 *****650.00

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

Deborah Wolfson at (516) 433-7100 X216
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 APR 10 AM 9:55

FILED

W4/10



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 5, 1998

DEBORAH WOLFSON/A.H. OPERATING COMPANY, INC.
NASSAU CANDY DISTRIBUTORS, INC.
530 W. JOHN STREET
HICKSVILLE, NY 11801

SUBJECT: A.H. OPERATING COMPANY, INC.
Ref. Number: W98000004956

We have received your document for A.H. OPERATING COMPANY, INC. and your check(s) totaling \$70.00. 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.

*✓
corrected*

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

*Does this mean
not transacted?
Business
started -
initial
started
P/R 4/97
started
Sales
4/28/97*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 198A00012245



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 19, 1998

DEBORAH WOLFSON/A.H. OPERATING COMPANY, INC.
NASSAU CANDY DISTRIBUTORS, INC.
530 W. JOHN STREET
HICKSVILLE, NY 11801

SUBJECT: A.H. OPERATING COMPANY, INC.
Ref. Number: W98000004956

We have received your document for A.H. OPERATING COMPANY, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 698A00014798

A.H. Operating Co Inc.
Nassau Candy South
5700 Georgia Avenue
W Palm Beach, Fl 33405

Tel: (561) 586-2772
Fax: (561) 586-6870



A.H. Operating Co, Inc.
Nassau Candy South
530 W. John Street
Hicksville, NY 11801

Tel: (516) 433-7100
Fax: (516) 433-9010

March 27, 1998

Mr. Lee Rivers, Document Examiner
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Mr. Rivers:


I am writing to you to request an abatement of the fine levied upon A.H. Operating Company, Inc. in the amount of \$1,150.00.

I submit the following explanation regarding the untimely filing of the Application for Foreign Corporation for Authorization to Transact Business in Florida. From the inception of business to the present there has been a high degree of turnover in our financial department which accounts for this mishandling, as well as, our was our lack of knowledge of the laws of your state. To date, we have been in compliance with all other Florida taxes.

As this is a first offense for a new corporation doing business in the State of Florida, we would appreciate any leniency.

Thank you for your consideration in this matter.

Sincerely,


Joseph Vanella
Chief Financial Officer



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: April 9, 1998

RE: A.H. Operating Company, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1997 of \$150.00 and foreign non-qualified penalties of \$ 500.00 assessed at the statutory minimum of \$500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

FILED
98 APR 10 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**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. A. H. Operating Company, 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. New York 3. 11-3318331
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/15/96 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 7/28/97
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. A. H. Operating Co Inc c/o Nassau Candy Distributors, Inc.
530 W John St Hicksville, NY 11801
(Current mailing address)
8. distributor of candy confections and gourmet food products
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Andrew Rertman
Office Address: 5700 Georgia Ave
W Palm Beach, Florida, 33405
(Zip code)

FILED
98 APR 10 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.


(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.

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Shirley Stier

Address: c/o Nassau Candy Distributors Inc

530 W John St. Hicksville, NY 11801

Director: Andrew Reitman

Address: c/o Nassau Candy Distributors, Inc

530 W John St Hicksville, NY 11801

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

President: Andrew Reitman

Address: c/o Nassau Candy Dist Inc

530 W John St. Hicksville, NY 11801

Vice President: _____

Address: _____

Secretary: Barry Rosenbaum

Address: c/o Nassau Candy Dist Inc.

530 W John St. Hicksville, NY 11801

Treasurer: Lesley Stier

Address: c/o Nassau Candy Dist. Inc.

530 W John St. Hicksville NY 11801

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. Lesley Stier Treasurer

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

FILED
98 APR 10 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Registration as a Foreign Corporation Florida Department of State

ADDENDUM

A. DIRECTORS

Director: Lesley Stier
C/O Nassau Candy Distributors, Inc.
530 W John Street
Hicksville, NY 11801

Director: Barry Rosenbaum
C/O Nassau Candy Distributors, Inc.
530 W John Street
Hicksville, NY 11801

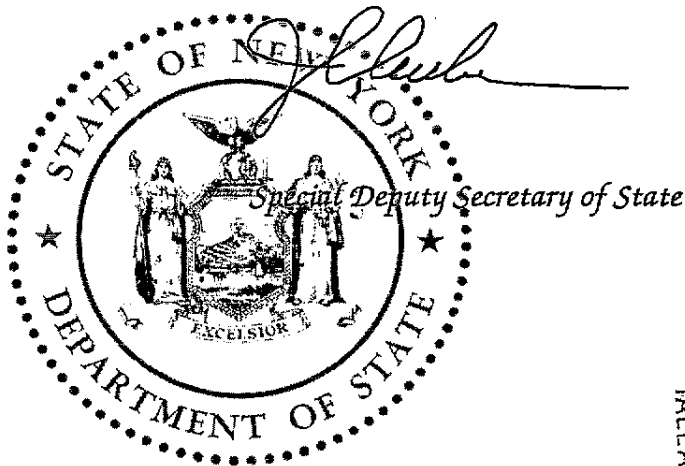
FILED
98 APR 10 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of New York
Department of State } ss:

I hereby certify, that the certificate of incorporation of A.H. OPERATING COMPANY, INC. was filed on 04/15/1996, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 12th day of February
one thousand nine hundred and
ninety-eight.

199802130280 59



FILED
98 APR 10 AM 9:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA