

F98000002938

LAW OFFICES

Terry R. Barnick, P.C.

300 EAST FOURTH STREET
POST OFFICE BOX 445
ADEL, GEORGIA 31620-0445

TERRY RAOUL BARNICK

TELEPHONE: (912) 896-7424
FAX: (912) 896-3651

May 19, 1998

ATTN QUALIFICATION & REG SECTION
FL DEPART OF STATE-CORPORATIONS DIVISION
P O BOX 6327
TALLAHASSEE FL 32314

400002533444-- 8
-05/22/98--01081--001
*****75.00 *****75.00

RE: Foreign Corporation Registration
South's Best, Inc.

Ladies and Gentlemen:

Enclosed is my client's original Application by Foreign Corporation for Authorization to Transact Business in Florida along with its check for \$75.00, and an original Certificate of Existence from the Georgia Secretary of State's Office.

Therefore, please issue your letter of acknowledgment to the above address to the attention of Terry R. Barnick, who is the Georgia Registered Agent for the Corporation. My daytime telephone number is listed above.

Respectfully,

Terry R. Barnick

Terry R. Barnick

TRB:abs
98/032

P.S. Please also send me a couple of forms for future use.

98 MAY 22 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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5/22/98

**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. SOUTH'S BEST, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. Georgia

(State or country under the law of which it is incorporated)

3. March 5, 1998

(Date of Incorporation)

4. perpetual

(Duration)

5. 58-2385631

(Federal Employer Identification number, if applicable)

6. not yet transacting business, waiting on approval of this Application

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 300 East Fourth Street, Adel, GA 31620-0445

(Current mailing address)

8. marketing of fresh donuts and pastries, etc.

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: James L. Hall

Address: P. O. Box 149

Adel, GA 31620-0149

Vice Chairman: Gerry E. Harris

Address: P. O. Box 149

Adel, GA 31620-0149

Director: Forrest J. Caldwell

Address: 504 E. 10th St.

Adel, GA 31620

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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B. Officers:

President: James L. Hall

Address: P. O. Box 149
Adel, GA 31620-0149

Vice President: Forrest J. Caldwell

Address: 504 E. 10th St.
Adel, GA 31620

Secretary: Gerry E. Harris

Address: P. O. Box 149
Adel, GA 31620-0149

Treasurer: Gerry E. Harris

Address: P. O. Box 149
Adel, GA 31620-0149

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: William J. Wise, III

Office Address: 7645 Woodland Creek Lane

Lake Worth, Florida 33467

Zip Code

11. 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: ✓ William J. Wise III

WILLIAM J. WISE, III

12. 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.

13. James Hall Pres.

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. JAMES L. HALL, P. O. Box 149, 1007 N. Hutchinson Ave., Adel, GA 31620-0149

President (Name and capacity of person signing application)

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 981110798
CONTROL NUMBER : 9809599
DATE INC/AUTH/FILED: 03/05/1998
JURISDICTION : GEORGIA
PRINT DATE : 04/21/1998
FORM NUMBER : 211

TERRY R. BARNICK
P O BOX 445
ADEL GA 31620

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TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**SOUTH'S BEST, INC.
A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

