



F98000005026

Cookson America Inc.

Providencia Ortiz
Legal Administrator

September 3, 1998

000002632700--7
-09/04/98-01109-005
*****70.00 *****70.00

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FA 32399

RE: Hallmark Sweet, Inc.

Dear Sir/Madam:

Enclosed please find the following:

1. Application By Foreign Corporation For Authorization To Transact Business in Florida,
2. Certificate of good standing
3. Check in the amount of \$70.00

Please provide the undersigned with confirmation of said filing.

Thank you for your assistance in this matter.

Very truly yours,

Prov. Ortiz
Providencia Ortiz

PO/hs/ENC.

309/8
98 SEP -4 AM 9:22
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. Hallmark Sweet, 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. Rhode Island
(State or country under the law of which it is incorporated)
3. 05-0401094
(FEI number, if applicable)
4. April 5, 1983
(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. One Cookson Place, Providence, Rhode Island 02903
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized
(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 Island Road
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

Patricia A. Canario

(Registered agent's signature) (Officer)
PATRICIA A. CANARIO,
SPECIAL ASSISTANT SECRETARY

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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: John W. Conley

Address: One Cookson Place

Providence, Rhode Island 02903

Vice Chairman: _____

Address: _____

Director: Richard V. Powers

Address: 110 Frank Mossberg Drive

Attleboro, MA 02703

Director: Richard Smith

Address: 49 Pearl Street

Attleboro, MA 02703

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Frank T. Caprio
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Frank T. Caprio, Secretary
(Typed or printed name and capacity of person signing application)

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CORPORATIONS
98 SEP -4 AM 9:23

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

**Officers of
Hallmark Sweet, Inc.**

1. John W. Conley, <OFFICER: TITLE>
One Cookson Place
Providence, Rhode Island 02903
2. Richard Crawford, Exec. Vice President
49 Pearl Street
Attlebor, Massachusetts 02703
3. Richard Smith, President
49 Pearl Street
Attleboro, Massachusetts 02703
4. Frank T. Caprio, Secretary
One Cookson Place
Providence, Rhode Island 02903
5. Stuart L. Daniels, Treasurer
One Cookson Place
Providence, Rhode Island 02903
6. Providencia Ortiz, Assistant Secretary
One Cookson Place
Providence, Rhode Island 02903
7. Richard Smith, Vice Chairman
49 Pearl Street
Attleboro, Massachusetts 02703

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State

The Office of the Secretary of the State of Rhode Island and Providence Plantations, HEREBY CERTIFIES, that

Hallmark Sweet, Inc.

a Rhode Island corporation, filed original articles of incorporation in this office on the fifth day of April A.D., 1983; and

IT IS FURTHER CERTIFIED that said corporation is now of record and in good standing in this office.

SIGNED AND SEALED this twenty
seventh day of August A.D., 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -4 AM 9:28

James R. Langevin

Secretary of State

BY Delia Antonelli

