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F98000005607

CT Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

500002658055--0  
-10/07/98--01083--011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Franchise Management International, Inc

- ☒ Profit  
☐ NonProfit  
☐ Amendment  
☐ Merger  
☒ Foreign  
☐ Dissolution/Withdrawal  
☐ Limited Liability Company  
☐ Limited Partnership  
☐ Annual Report  
☐ Other  
☐ Reinstatement  
☐ Name Registration  
☐ Change of R.A.  
☐ Fictitious Name  
☐ UCC-1 Financing Statement  
☐ UCC-3 Filing  
☒ Certified Copy  
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**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. Franchise Management International, 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 3. 38-3320779  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 1, 1996 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 8, 1998  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 6600 North Andrews Avenue, Suite 350  
Fort Lauderdale, Florida 33309  
(Current mailing address)
8. Franchise holding company  
(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: C T 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.*

Barbara A Burke  
(Registered agent's signature)

BABARA A. BURKE  
SPECIAL 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.

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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: Anthony G. Foster

Address: 6600 North Andrews Avenue, Suite 350

Fort Lauderdale, FL 33309

Vice Chairman: none

Address: \_\_\_\_\_

Director: Anthony G. Foster

Address: 6600 North Andrews Avenue, Suite 350

Fort Lauderdale, FL 33309

Director: Thomas L. Bumgardner

Address: 7000 West Center Road, Suite 115

Omaha, NE 68106-2717

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

President: Anthony G. Foster

Address: 6600 North Andrews Avenue, Suite 350

Fort Lauderdale, FL 33309

Vice President: E. Wayne Wallhausen

Address: 6600 North Andrews Avenue, Suite 350

Fort Lauderdale, FL 33309

Secretary: Anthony G. Foster

Address: 6600 North Andrews Avenue, Suite 350

Fort Lauderdale, FL 33309

Treasurer: Mark A. Novell

Address: 6600 North Andrews Avenue, Suite 350

Fort Lauderdale, FL 33309

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. Anthony G. Foster, President

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

**ADDENDUM TO  
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

**FRANCHISE MANAGEMENT INTERNATIONAL, INC.,  
a Delaware corporation**

12.A.

Additional Directors:        Henry Orlinsky  
                                 586 Sunderland Road  
                                 Teaneck, NJ 07666

                                 Suzanne Grady  
                                 2271 East 1st St., Apt. 27  
                                 Ft. Myers, FL 33901

12.B.

Additional Officers:

Vice President        Larry G. Gustafson  
                                 6600 North Andrews Avenue, Suite 350  
                                 Fort Lauderdale, FL 33309

Vice President        Mark A. Novell  
                                 6600 North Andrews Avenue, Suite 350  
                                 Fort Lauderdale, FL 33309

Vice President        William G. Fisher  
                                 6600 North Andrews Avenue, Suite 350  
                                 Fort Lauderdale, FL 33309

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRANCHISE MANAGEMENT INTERNATIONAL, 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 THIRTEENTH DAY OF AUGUST, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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08-13-98

*Edward J. Freel*  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: