

F98000006793

Document Number Only

CT CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301 222-1092
City State Zip Phone
CORPORATION(S) NAME

100002713161-3
-12/15/98-01074-027
*****8.75 *****8.75

100002713161-3
-12/15/98-01074-026
*****70.00 *****70.00
GCF America, Inc.

☒ Profit
☐ NonProfit
☐ Limited Liability Co.
☒ Foreign
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☐ Dissolution/Withdrawal
☐ Annual Report
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12/15

**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. GCF America, 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. Michigan
(State or country under the law of which it is incorporated)
3. 38-3309082
(FEI number, if applicable)
4. 7/22/96
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 658 DANFORTH AVENUE, SUITE 201
TORONTO, ONTARIO, CANADA M4J 5B9
(Current mailing address)
8. Franchisor of food business
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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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.

Marc A. Gillis
(Registered agent's signature)
MARC A. GILLIS, ASST. V.P.

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: Jake Cappiello

Address: 658 Danforth Avenue, Suite 201

Toronto, Ontario M4J 5B9

Director: _____

Address: _____

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

President: Jake Cappiello

Address: 658 Danforth Avenue, Suite 201

Toronto, Ontario M4J 5B9

Vice President: _____

Address: _____

Secretary: Maria Cappiello

Address: 658 Danforth Avenue, Suite 201

Toronto, Ontario M4J 5B9

Treasurer: Maria Cappiello

Address: 658 Danforth Avenue, Suite 201

Toronto, Ontario M4J 5B9

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

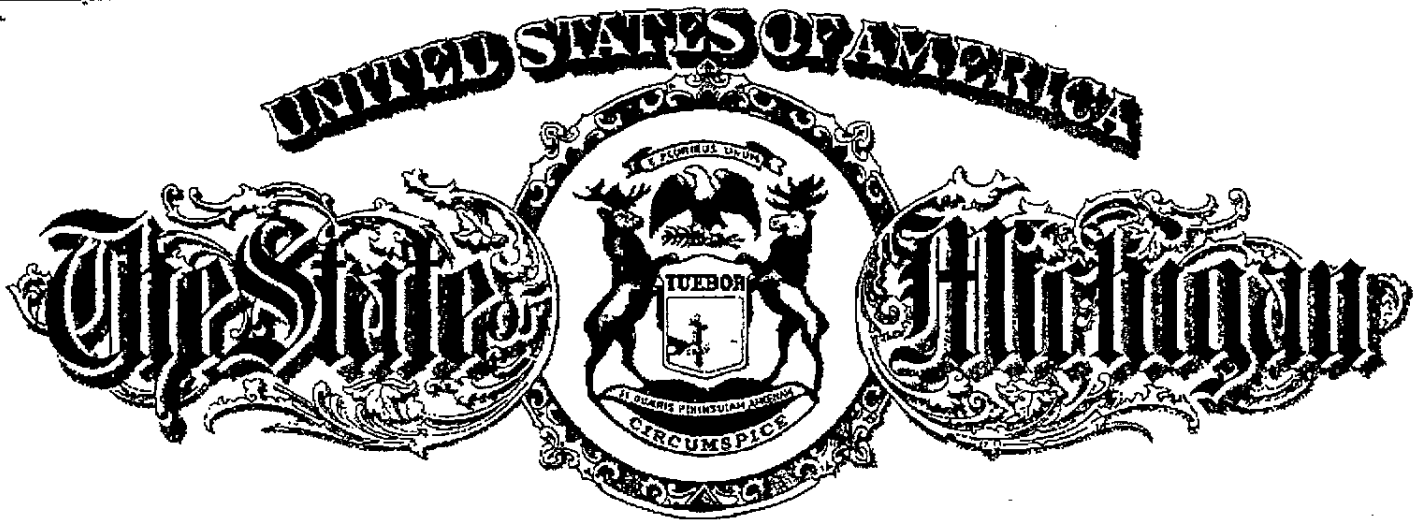
13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jake Cappiello, President

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

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TALLAHASSEE, FLORIDA



Michigan Department of Consumer and Industry Services

Lansing, Michigan

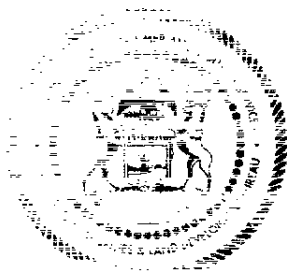
This is to Certify That

GCF AMERICA INC.

was validly incorporated on July 22, 1996, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

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TALLAHASSEE FLORIDA



In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 9th day
of December, 1998.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau