

# F99000004288



ACCOUNT NO. : 072100000032

REFERENCE : 321992 4304045

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 87.50

ORDER DATE : July 28, 1999

ORDER TIME : 9:49 AM

ORDER NO. : 321992-010

CUSTOMER NO: 4304045

CUSTOMER: Ms. Gina L. Cunningham  
Arnall Golden & Gregory  
2800 One Atlantic Center  
1201 West Peachtree St.  
Atlanta, GA 30309-3450

*999A00041791*

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FOREIGN FILINGS

NAME: SYSCO FOOD SERVICES OF GEORGIA, INC.

*76-0610905*

XXXX QUALIFICATION (TYPE: CO)

*(5)*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

*BR*  
*8/18/99*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 AM 11:31

RECEIVED  
99 AUG 18 AM 11:26  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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.*

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1. Sysco Food Services of Georgia, 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. 76-061905  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 01, 1999 5. Perpetual  
(Date of incorporation) (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 817.155, F.S.)
7. c/o Sysco Corporation, 1390 Enclave Parkway  
Houston, TX 77077-2099  
(Current mailing address)
8. Sale and distribution of wholesale food and non-food related goods. To engage in any act or activity for which corporations may be organized.  
(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: Corporation Service Company

Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(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.*

Corporation Service Company  
By: *Laura R. Duns*  
(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: See attached officers/directors rider

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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SECRETARY OF CORPORATIONS  
99 AUG 18 AM 11:31

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

President: See attached officers/directors rider

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

Vice President: \_\_\_\_\_

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

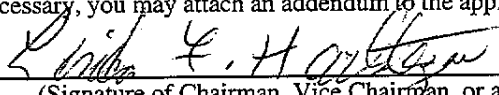
Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

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

14. Linda F. Hartdegen, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

## OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Sysco Food Services of Georgia, Inc.

### List of Officers

**Name:** Michael C. Nichols **Title:** President  
**Bus. Addr.:** c/o Sysco Corporation 1390 Enclave Parkway, Houston, TX 77077-2099

**Name:** Kent R. Berke **Title:** Vice Pres./Secretary  
**Bus. Addr.:** c/o Sysco Corporation 1390 Enclave Parkway, Houston, TX 77077-2099

**Name:** Diane Day Sanders **Title:** Treasurer  
**Bus. Addr.:** c/o Sysco Corporation 1390 Enclave Parkway, Houston, TX 77077-2099

**Name:** Linda F. Hartdegen **Title:** Assistant Secretary  
**Bus. Addr.:** c/o Sysco Corporation 1390 Enclave Parkway, Houston, TX 77077-2099

### List of Directors

**Name:** Kent R. Berke  
**Bus. Addr.:** c/o Sysco Corporation 1390 Enclave Parkway, Houston, TX 77077-2099

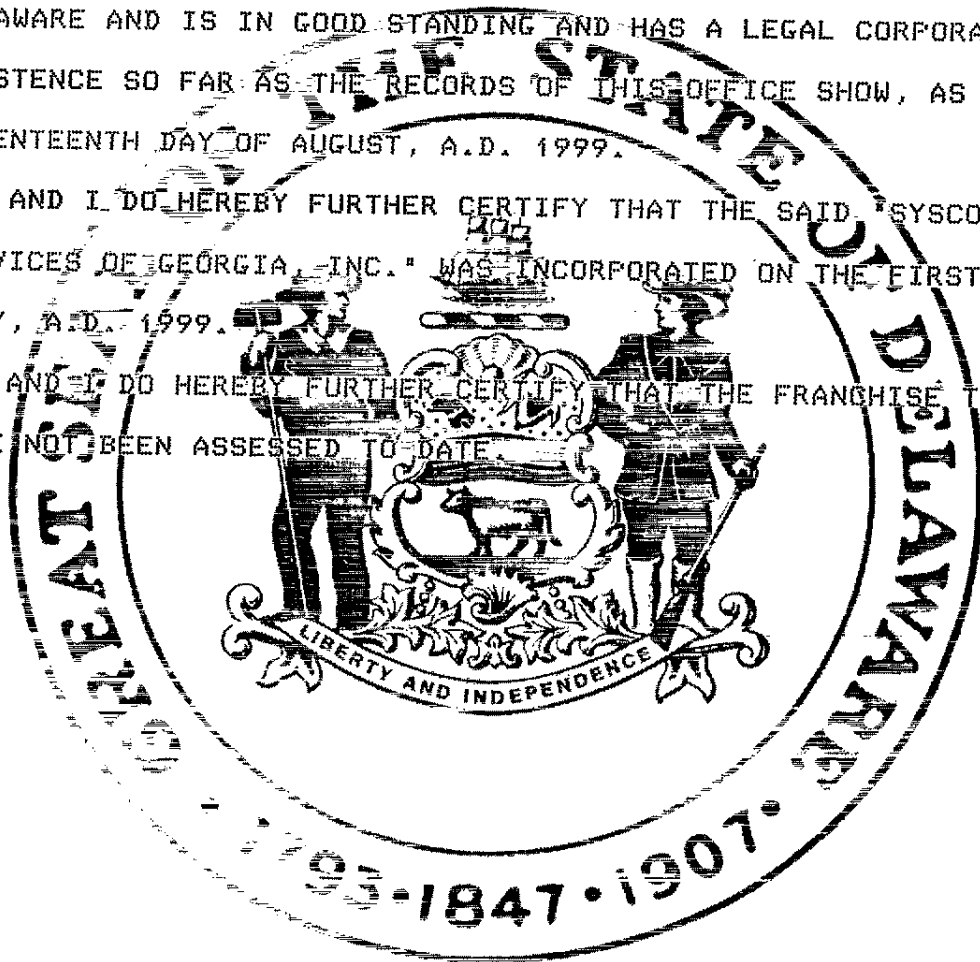
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 18 AM 11:31

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYSCO FOOD SERVICES OF GEORGIA, 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 SEVENTEENTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SYSCO FOOD SERVICES OF GEORGIA, INC." WAS INCORPORATED ON THE FIRST DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 18 AM 11:31

*Edward J. Freel*

Edward J. Freel, Secretary of State



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991342835

AUTHENTICATION: 9925966

DATE: 08-17-99