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# F99000005850

C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092  
City State Zip Phone

800003042688--8  
-11/12/99--01063--013  
\*\*\*\*\*70.00  
70.00

CORPORATION(S) NAME

Peyton's - Southeastern, Inc.

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- ☒ Profit ☐ Amendment ☐ Merger  
☐ NonProfit  
☐ Limited Liability Company ☐ Dissolution/Withdrawal ☐ Mark  
☒ Foreign  
☐ Limited Partnership ☐ Annual Report ☐ Other  
☐ Reinstatement ☐ Reservation ☐ Change of R.A.  
☐ Limited Liability Partnership ☐ Fictitious Name  
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CHRIS AVERA

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TALLAHASSEE, FL 32301

11-12  
11/12/99

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. Peyton's-Southeastern, 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. Tennessee  
(State or country under the law of which it is incorporated)
3. 61-0942129  
(FEI number, if applicable)
4. June 22, 1978  
(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 817.155, F.S.)
7. 1014 Vine Street  
Cincinnati, Ohio 45202  
(Current mailing address)
8. Please see attached Response to Question No. 8  
(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: C T Corporation System  
  
Office Address: 1200 South 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.*

Susan J. Metz  
(Registered agent's signature)

**Susan J. Metz**  
**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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Please see attached listing

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

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

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

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

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

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

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

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

President: Please see attached listing

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. Bruce M. Gack, Vice President

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

**PEYTON'S-SOUTHEASTERN, INC.**

Response to Question No. 8:

The purpose of the corporation authorized in its home state or country to be carried out in State of Florida is:

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell either at wholesale or retail, assign and transfer or otherwise dispose of, trade, deal in and deal with housewares, stationary, toys, pet supplies, health and beauty aids, hair care, soft goods and goods, wares, and merchandise and personal property of every class and description.

In furtherance of the business to be transacted, the Company shall have the power:

To purchase and hold, or receive by gift, real and personal property and also to accept and hold any real estate in payment of any debt due the Company, and to sell and convey, or lease, real property, and to sell or otherwise dispose of, personalty, for corporate purposes.

To borrow money and contract debts when necessary or proper for the transaction of its corporate business or for the exercise of its corporate rights, privileges or franchise or for any other lawful purpose of its incorporation.

To conduct business, have one or more offices, and hold, purchase, mortgage, and convey real estate and personal property in any of the several states, territories, District of Columbia, possessions and dependencies of the United States and in foreign countries.

To guarantee the payment of dividends on any shares of the capital stock of any other corporation, joint stock company or association in which the Company has, or may have, an interest, whether as stockholder, security holder, or otherwise, and to endorse or otherwise guarantee the fulfillment of any lease or other contract made by any such other corporation, joint stock company or association, and generally to aid in any lawful manner any such other corporation, joint stock company or association, and to do any and all lawful acts or things designated to protect, preserve, improve or enhance the value of such interest.

To do all and everything necessary and proper for the accomplishments enumerated herein or in any amendment to the Company's Certificate of Incorporation, or necessary or incidental to the protection and benefit of the

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Company, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the Company, whether or not such business is similar in nature to the objects set forth herein or in any amendment to the Company's Certificate of Incorporation, but none of such general powers shall be construed to include any objects for which corporations may not be formed under the General Corporation Act.

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**PEYTON'S-SOUTHEASTERN, INC.**

Officers

<u>Name</u>	<u>Office Held</u>	<u>Business Address</u>
J. Robert Rice	President	310 Whittington Parkway Louisville, KY 40222
Marc Nabberfelt	Executive Vice President	310 Whittington Parkway Louisville, KY 40222
Terry Cox	Vice President	1014 Vine Street Cincinnati, OH 45202
Alan R. Carter	Vice President	310 Whittington Parkway Louisville, KY 40222
Lawrence M. Turner	Vice President	1014 Vine Street Cincinnati, OH 45202
W. Rodney McMullen	Vice President	1014 Vine Street Cincinnati, OH 45202
Paul W. Heldman	Vice President and Assistant Secretary	1014 Vine Street Cincinnati, OH 45202
Bruce M. Gack	Vice President and Assistant Secretary	1014 Vine Street Cincinnati, OH 45202
Robert Welty	Secretary and Treasurer	1014 Vine Street Cincinnati, OH 45202
Beth Van Offen	Assistant Treasurer	1014 Vine Street Cincinnati, OH 45202

Directors

<u>Name</u>	<u>Business Address</u>
J. Robert Rice	310 Whittington Parkway Louisville, KY 40222
Terry Cox	1014 Vine Street Cincinnati, OH 45202
Paul W. Heldman	1014 Vine Street Cincinnati, OH 45202

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**Secretary of State**  
**Corporations Section**  
**James K. Polk Building, Suite 1800**  
**Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 11/10/1999  
REQUEST NUMBER: 99314564  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 06/22/1978  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0053410  
JURISDICTION: TENNESSEE

TO:  
CAPITAL FILING SERVICE, INC  
7051 HIGHWAY 70 S  
NO 333  
NASHVILLE, TN 37221

REQUESTED BY:  
CAPITAL FILING SERVICE, INC  
7051 HIGHWAY 70 S  
NO 333  
NASHVILLE, TN 37221

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"PEYTON'S-SOUTHEASTERN, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
INCORPORATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED  
WITH THIS OFFICE; AND  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

ON DATE: 11/10/99

FROM:  
CAPITAL FILING SERVICE, INC.  
7051 HWY 70 S  
#333  
NASHVILLE, TN 37221-0000

RECEIVED: FEES \$120.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$120.00

RECEIPT NUMBER: 00002571133  
ACCOUNT NUMBER: 00101230

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*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE