M0900002042

| (Re | equestor's Name) | . | | |
|---|--------------------|--------------|--|--|
| (Ad | ldress) | | | |
| (Ad | ldress) | | | |
| (Cit | ty/State/Zip/Phone | e #) | | |
| PICK-UP | WAIT | MAIL. | | |
| (Bu | siness Entity Nam | ne) | | |
| (Document Number) | | | | |
| Certified Copies | _ Certificates | of Status | | |
| Special Instructions to Filing Officer: | | | | |
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| | | | | |

Office Use Only



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09 MAY 29 AM 8: 2

SECRETARY OF STATE DIVISION OF CORPORATION

T. HAMPTON

JUN - 1 2009

EXAMINER



COVER LETTER

Registration Section Division of Corporations

TO:

| SUBJECT: | Southern I | Family Markets of Niceville B LLC | |
|---|---|--|--|
| · · · · · | N | Name of Limited Liability Company | |
| The enclosed "App Existence, and che | olication by Foreign Limited Li ck are submitted to register the | iability Company for Authorization to Transact I above referenced foreign limited liability comp | Business in Florida," Certificate of any to transact business in Florida |
| Please return all co | prespondence concerning this | matter to the following: | |
| _ | | Patrick Shank | |
| | | Name of Person | |
| | | Downs Rachlin Martin PLLC | |
| _ | | Firm/Company | |
| _ | | 199 Main St, 6th Floor | |
| | | Address | |
| | | Burlington, VT 05401 | |
| | | City/State and Zip Code | |
| | F-mail addross | pshank@drm.com : (to be used for future annual report notification | <u>, , , , , , , , , , , , , , , , , , , </u> |
| For further informs | ation concerning this matter, pl | • | , |
| TO THE MICE MINORINA | tion concerning this matter, pr | can can | |
| | Patrick Shank | at () | 346-8331 |
| | Name of Person | Area Code & Daytime Telephone Numb | er |
| | G ADDRESS: | STREET ADDRESS: | |
| | of Corporations | Division of Corporations | |
| P.O. Box | on Section | Registration Section Clifton Building | |
| | ee, FL 32314 | 2661 Executive Center Circle | |
| | | Tallahassee, FL 32301 | |
| Enclosed is a ch | neck for the following amo | ount: | |
| \$125.00 | 0 Filing Fee \$130.00 Fil Certificate | ling Fee & \$\Bigsim \\$\\$155.00 Filing Fee & \$\Bigsim \\$\\$1 | 60.00 Filing Fee, Certificate of Status & Certified Copy |



PATRICK SHANK pshank@drm.com Direct: (802) 846-8331

May 14, 2009

Via Federal Express

Florida Division of Corporations Registration Section Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Filing – Application for Authorization to Transact Business

Dear Sir or Madam:

Please find enclosed for filing six (6) Applications for Authorization to Transact Business for group of related foreign limited liability companies.

Also enclosed is a check in the amount of \$930 for the applicable filing and copy fees.

Thank you, and should you have any questions regarding this matter, please do not hesitate to contact me at the above phone number or email address.

Best regards,

Patrick Shank Paralegal

Enclosures

3079642.1



PATRICK SHANK pshank@drm.com Direct: (802) 846-8331

May 25, 2009

Via Federal Express

Florida Division of Corporations Registration Section Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Corrected Filings

Dear Sir or Madam:

Please find enclosed for the corrected filings (and one copy of each filing) for the following reference numbers:

W09000023612

W09000023614

W09000023617

W09000023618

W09000023621

W09000023623

Thank you, and should you have any questions regarding this matter, please do not hesitate to contact me at the above phone number or email address.

Best regards

Patrick Shank Paralegal

Enclosures

3079725.1

COURTHOUSE PLAZA = 199 MAIN STREET = PO BOX 190 = BURLINGTON, VT = 05402-0190 = T: +1.802.863.2375 = F: +1.802.862.7512 BURLINGTON, VT = ST. JOHNSBURY, VT = BRATTLEBORO, VT = MONTPELIER, VT = LITTLETON, NH = WWW.DRM.COM



FLORIDA DEPARTMENT OF STATE Division of Corporations

RECEIVED

09 MAY 29 PM 4:00

SECRETARY OF STATE TALLAHASSEE, FLORIDA

May 19, 2009

PATRICK SHANK DOWNS RACHLIN MARTIN PLLC 199 MAIN ST - 6TH FLOOR BURLINGTON, VT 05401

SUBJECT: SOUTHERN FAMILY MARKETS OF NICEVILLE B LLC

Ref. Number: W09000023618

We have received your document for SOUTHERN FAMILY MARKETS OF NICEVILLE B LLC and your check(s) totaling \$930.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 109A00017025

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

| 1. | Southern Family Markets of Niceville B LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LI | .C.") | |
|-----|---|-------------|---------------------|
| con | name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a consent of the managers or managing members adopting the alternate name. The alternate name must include "Limmpany," "L.L.C," "LLC.") | opy of t | he writte bility |
| 2. | Delaware 3 | | |
| (| Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable) | | |
| 4. | May 8, 2009 5. perpetual | | |
| | May 8, 2009 (Date of Organization) 5. perpetual (Duration: Year limited liability company will exist or "perpetual") | cease t | 0 |
| 6. | | | |
| | (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) | | |
| 7 | c/o Southern Family Markets LLC, 7 Corporate Drive, Keene, NH 03431 | 9 | ₹ |
| • | | HAY | SION |
| | (Street Address of Principal Office) | 29 | -유료- |
| | | P | |
| 8. | If limited liability company is a manager-managed company, check here | - TE | OF STAT |
| 9. | The name and usual business addresses of the managing members or managers are as follows | 8: 26 :: | ATIONS |
| | Manufacture Continue | | 75 |
| | Managing Member: Southern Family Markets, LLC - 7 Corporate Drive, Keene, NH 03431 | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custimidation and which have a fact that it is a required. (A photocorruin at a countrible.) If the certificate in in a familiar law and the law of the interest of the certificate in in a familiar law of the certificate in in a familiar law of the certificate in in a familiar law of the certificate of existence. | | |
| | jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign lar solution of the certificate under eath of the translator must be submitted.) | iguage, | а |
| шен | bullott of the extinctic titles cuit of the attention these or such these, | | |
| 11. | Nature of business or purposes to be conducted or promoted in Florida: | | |
| | Operation of Grocery Store | | |
| | 1684 | | |
| | Signature of a member or an authorized representative of a member. | | |
| | (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) | | |
| | Patrick Shank | | |
| | Typed or printed name of signee | | |

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| 1. The name of the Limited Liability Company is: | |
|--|--|
| Southern Family Markets of Niceville B LLC | |
| If unavailable, the alternate to be used in the state of Florida is: | |
| 2. The name and the Florida street address of the registered agent and office are: | |
| C T Corporation System | |
| (Name) | |
| 1200 South Pinc Island Road | |
| Florida Street Address (P.O. Box NOT ACCEPTABLE) | |
| Plantation FL 33324 | |
| City/State/Zip | |

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

By: (Signature)

Lauren H. Kreatz Special Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

09 MAY 29 AM 8: 35

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "SOUTHERN FAMILY MARKETS OF

NICEVILLE B LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF

DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO

FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY

OF MAY, A.D. 2009.

4685154 8300

090462615

You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State
AUTHENTY CATION: 7298783

DATE: 05-13-09