

1717000010079

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

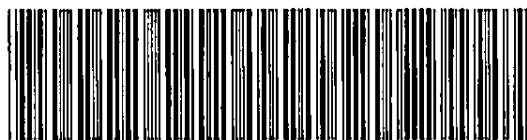
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

cert

W17-90607

Office Use Only



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17 NOV 27 PM 2:14
CLERK OF SUPERIOR COURT
STATE OF OHIO

S. WARREN

NOV 30 2017



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 14, 2017

AMY ANDREWS
5620 GLENRIDGE DRIVE NE
ATLANTA, GA 30342

SUBJECT: AUNTIE ANNE'S FRANCHISOR SPV LLC
Ref. Number: W17000090607

We have received your document for AUNTIE ANNE'S FRANCHISOR SPV LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

Please return 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) 245-6051.

Stacey M Warren
Regulatory Specialist II

Letter Number: 817A00023007

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Auntie Anne's Franchisor SPV LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Amy Andrews

Name of Person

Focus Brands, Inc.

Firm/Company

5620 Glenridge Drive NE

Address

Atlanta, GA 30342

City/State and Zip Code

aaandrews@focusbrands.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Amy Andrews

404

978-4698

Name of Contact Person

at (_____) _____

Area Code

Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

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

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Auntie Anne's Franchisor SPV LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 32-05118777
(FEI number, if applicable)

4. _____
(Date first transacted business in Florida, if prior to registration)
(See Sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 5620 Glenridge Drive NE
(Street Address of Principal Office)
Atlanta, GA 30342

6. 5620 Glenridge Drive NE
(Mailing Address)
Atlanta, GA 30342

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

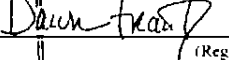
Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

Registered agent's acceptance:

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 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.


Dawn Frantz, Asst. Secretary
(Registered agent's signature)

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TALLAHASSEE, FLORIDA

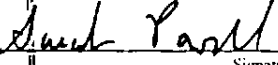
8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
CEO	Steven D. DeSutter 5620 Glenridge Drive NE Atlanta, GA 30342	President	Heather L. Neary 48-50 W. Chestnut St. # 200 Lancaster, PA 17603
CFO	Michael J. Dixon 5620 Glenridge Drive NE Atlanta, GA 30342	EVP, GC, Secretary	Sarah E. Powell 5620 Glenridge Drive NE Atlanta, GA 30342

(Use attachments if necessary)

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Signature of an authorized person

Sarah E. Powell, as EVP, GC, Secretary
Typed or printed name of signee

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUNTIE ANNE'S FRANCHISOR SPV 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 SECOND DAY OF NOVEMBER, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AUNTIE ANNE'S FRANCHISOR SPV LLC" WAS FORMED ON THE SECOND DAY OF FEBRUARY, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6303232 8300

SR# 20176912139

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203507193

Date: 11-02-17