

F13000002364

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

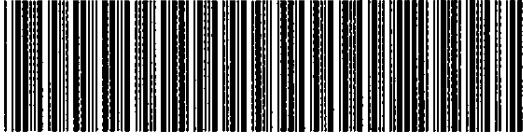
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:  
  
*No copy*

Office Use Only

*(Push)*



900248297999

05/23/13--01016--005 \*\*78.75

FILED  
13 MAY 29 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*June 3- 2013*  
*5*

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** C&S Wholesale Grocers, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Cynthia Lake - Paralegal

Name of Person

C&S Wholesale Grocers, Inc.

Firm/Company

7 Corporate Drive

Address

Keene, NH 03431

City/State and Zip code

clake@cswg.com

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

For further information concerning this matter, please call:

Cynthia Lake - Paralegal at ( 603 ) 354-4619

Name of Person

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. C&S Wholesale Services, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

3. 04-3564875

(State or country under the law of which it is incorporated)

(FEI number, if applicable)

4. 6/27/2001

5. perpetual

(Date of incorporation)

(Duration: Year corp. will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 7 Corporate Drive, Keene, NH 03431

(Principal office address)

7 Corporate Drive, Keene, NH 03431

(Current mailing address)

8. See Addendum attached hereto.

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City)

(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.

(Registered agent's signature)

SALVINA AMENTA-GRAY SPECIAL 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.

FILED 13 MAY 29 PM 4:26

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

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

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

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

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

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

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

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

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

FILED  
13 MAY 29 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. OFFICERS**

President: See Addendum attached hereto.

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

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

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

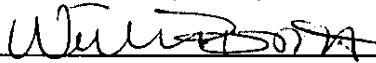
Secretary: \_\_\_\_\_

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

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

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

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

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that 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.

14. William M. Boyd, III, SVP, General Counsel and Secretary

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

**Addendum**

**Application by Foreign Corporation for Authorization to Transact Business in Florida**

8.

To engage in any activity for which a corporation may be formed in Florida and to engage in any and all lawful activities necessary, advisable thereto and to take such other actions necessary.

12.

Officers

Michael F. Newbold, EVP, Chief Administrative Officer, 7 Corporate Drive, Keene, NH 03431

William M. Boyd, III, SVP, General Counsel, Secretary, 7 Corporate Drive, Keene, NH 03431

Gregory S. Keyes, SVP, Treasurer, 7 Corporate Drive, Keene, NH 03431

Marc N. Toyloy, VP, Assistant Secretary, 7 Corporate Drive, Keene, NH 03431

FILED  
13 MAY 29 PM 4: 26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "C&S WHOLESALE SERVICES, 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 TWENTY-SECOND DAY OF MAY, A.D. 2013.

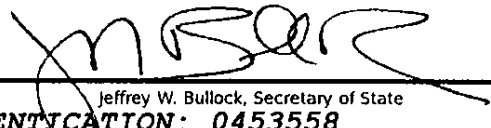
FILED  
13 MAY 29 PM 4:26  
SECRETARY OF STATE  
DELAWARE

3407613 8300

130634180



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0453558

DATE: 05-22-13