

UNOFFICIAL COPY

FORM **BCA 13.15** (rev. Dec. 2003)
**APPLICATION FOR AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
www.cyberdriveillinois.com

FILED

APR 26 2004



Doc#: **0413811299**
Eugene "Gene" Moore Fee: \$28.50
Cook County Recorder of Deeds
Date: 05/17/2004 03:07 PM Pg: 1 of 3

Remit payment in the form of a cashier's check, certified check, money order or an Illinois attorney's or CPA's check payable to the Secretary of State.
SEE NOTE 1 CONCERNING PAYMENT!

JESSE WHITE
SECRETARY OF STATE
File #

Filing Fee \$ 150.- Franchise Tax \$ 25.- Penalty/Interest \$ Total \$ 175.- Approved: mc
Submit in duplicate _____ Type or Print clearly in black ink _____ Do not write above this line _____

1. (a) CORPORATE NAME: Jays Foods, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. State or Country of Incorporation DE; Date of Incorporation 03/01/04; Period of Duration perpetual

3. (a) Address of the principal office, wherever located: _____ (b) Address of principal office in Illinois: _____
(If none, so state)

30 South Wacker Drive, Ste. 3300
Chicago, Illinois 60606

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: National Registered Agents, Inc.

Registered Office: 208 South LaSalle Street, Suite 1855
Chicago 60604 Cook
City ZIP Code County
(A P.O. Box alone is not acceptable.)

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

DE, IN, MI, MO and WI

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

| Name | No. & Street | City | State | ZIP |
|-----------|--|------|-------|-----|
| President | <u>See Exhibit A attached hereto and made a part hereof.</u> | | | |
| Secretary | _____ | | | |
| Director | _____ | | | |
| Director | _____ | | | |
| Director | _____ | | | |

UNOFFICIAL COPY

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

To engage in any lawful actor activity for which corporation may be organized under the General Corporation Law of Delaware and permitted under the Illinois Business Corporation Act of 1983, as amended.

8. Authorized and issued shares:

| Class | Series | Par Value | Number of Shares Authorized | Number of Shares Issued |
|------------------------|--------|-----------|-----------------------------|-------------------------|
| Common | --- | \$0.01 | 1,000 | 1,000 |
| (If more, attach list) | | | | |

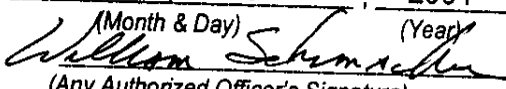
9. Paid-in Capital: \$ 10.00
 ("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 1,000,000.00
 (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 1,000,000.00
 (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,000,000.00
 (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 1,000,000.00

11. Interrogatories: (Important - this section must be completed.)
 (a) Is the corporation transacting business in this state at this time? NO
 (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated April 20, 2004
(Month & Day) (Year)

(Any Authorized Officer's Signature)
William Schumacher, CFO
(Print Name and Title)

Jays Foods, Inc.
(Exact Name of Corporation)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.

UNOFFICIAL COPY**EXHIBIT A****JAYS FOODS, INC.****LIST OF OFFICERS AND DIRECTORS**

| Name | Title | Address |
|----------------------|---|--|
| Avy H. Stein | Director | One North Wacker Drive Chicago, IL 60606 |
| Robert C. Froetscher | Director | One North Wacker Drive Chicago, IL 60606 |
| Timothy Healy | Director/Chairman/Chief Executive Officer/Secretary | 30 South Wacker Drive, Ste. 3300 Chicago, IL 60606 |
| William Schumacher | Chief Financial Officer/Vice President/Assistant Secretary | 30 South Wacker Drive, Ste. 3300 Chicago, IL 60606 |
| David Hayes | President, Sales & Marketing | 30 South Wacker Drive, Ste. 3300 Chicago, IL 60606 |
| Tom Reynolds | Vice President, Innovation & Operations | 30 South Wacker Drive, Ste. 3300 Chicago, IL 60606 |
| Mark Pittman | Vice President, Human Resources | 30 South Wacker Drive, Ste. 3300 Chicago, IL 60606 |
| James Sperling | Vice President, Mergers/Acquisitions and Strategic Planning | 30 South Wacker Drive, Ste. 3300 Chicago, IL 60606 |