

File Number 5836-516-5

97592874

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State of Illinois
Office of
The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF PERFECTION BAKERIES, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF INDIANA HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 31ST day of MAY A.D. 19 95 and of the Independence of the United States the two hundred and 19TH.



George H. Ryan

Secretary of State

BOX 170

Form **BCA-13.15**
(Rev. Jan. 1995)

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE!

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 792-1834

FILED

MAY 31 1995

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date 5/31/95
License Fee \$
Franchise Tax \$ 2701
Filing Fee \$ 75.00
Penalties \$
Approved: JRK 10-2-08

Payment must be made by
certified check, cashier's check,
Illinois attorney's check, Illinois
C.P.A.'s check or money order,
payable to "Secretary of State."

1 (a) CORPORATE NAME: Perfection Bakeries, 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 (a) State or Country of Incorporation: Indiana

(b) Date of Incorporation: March 24, 1993

(c) Period of Duration: Perpetual

3 (a) Address of the principal office, wherever located:

350 Pearl Street
Fort Wayne, IN 46802

(b) Address of principal office in Illinois:

(if none, so state)
706 W. Bradley, Unit A
Champaign, IL 61820

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

Registered Agent Matt Mantooth
First Name Middle Name Last Name

Registered Office 706 W. Bradley, Unit A
Number Street Suite #
Champaign 61820 Champaign
City Zip Code County

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

Indiana, Michigan, Ohio T

6 Names and residential addresses of officers and directors 5-31

Name	No. & Street	City	State	Zip
President John F. Popp	12316 Ahoite Center Rd	Ft. Wayne	IN	46804
Secretary Jay E. Miller	1732 S Hadley Rd	Ft. Wayne	IN	46804
Director J. Bohn Popp	5215 Coventry Pk, 426	Ft. Wayne	IN	46804
Director Chris Poon	12316 Ahoite Center Rd	Ft. Wayne	IN	46804

5836-516-5

If more than 3, attach list

BOX 170

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UNOFFICIAL COPY

23.950 ILLINOIS Corporate

SCA-3.15

2

7 Purpose or purposes proposed to be pursued in transacting business in this state
(If not sufficient space to cover this point, add one or more sheets of this size.)

Sell bakery products to groceries, institutions, and other customers.

8 Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		No Par	100,000	71,829

9 Paid-in Capital: \$ 513,559
("Paid-in Capital" includes 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: \$ 37,000,000
- (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: \$ 10,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 100,000,000
- (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: \$ 200,000

11 Interrogatories: (Important - this section must be completed.)

President
350 Pearl Street
Ft. Wayne, IN
46802

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: Ft. Wayne, IN
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 71,829
- (d) Is the corporation transacting business in this state at this time? Yes
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois. 4-3-95

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 statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true (All signatures must be in **BLACK INK**)

Dated May 26 April 14, 1995 Perfection Bakeries, Inc.
(Exact Name of Corporation)

attested by [Signature] by [Signature]
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Jay E. Miller, Secretary Michael C. Ray, V.P. Human Resources
(Type or Print Name and Title) (Type or Print Name and Title)

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

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a)

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BLACK INK

UNOFFICIAL COPY

Property of Cook County Clerk's Office

1200
0821/20
0251

97R14847

File # FS8365165

DOC # 97R14847
CHAMPAIGN COUNTY, ILL

Form: **BCA-5.10**
NFP-105.10
(Rev. April 1995)

'97 JUN 30 PM 2 10

Barbara A. Prasca
RECORDER

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-3647
http://www.sos.state.il.us

10.00

FILED

JUN 03 1997

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date 6/3/97

Fee \$5

Approved: *[Signature]*

Remit payment in check or money order,
payable to "Secretary of State."

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**STATEMENT OF
CHANGE
OF REGISTERED AGENT
AND/OR REGISTERED
OFFICE**

1. CORPORATE NAME: Perfection Bakeries, Inc.

2. STATE OR COUNTRY OF INCORPORATION: Indiana

3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (before change):

Registered Agent	<u>Matt</u>	<u>Muntooth</u>
	First Name	Last Name
Registered Office	<u>706 W Bradley, unit A</u>	
	Number	Suite No. (A P.O. Box alone is not acceptable)
	<u>Champaign</u>	<u>61820</u>
	City	ZIP Code
		<u>Champaign</u>
		County

4. Name and address of the registered agent and registered office shall be (after all changes herein reported):

Registered Agent	<u>CT Corporation System</u>		
	First Name	Middle Name	Last Name
Registered Office	<u>208 S. La Salle</u>		
	Number	Street	
	<u>Chicago</u>	<u>60604</u>	
	City	ZIP Code	
		<u>Cook</u>	
		County	

- 5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.
- 6. The above change was authorized by: ("X" one box only)
 - a. By resolution duly adopted by the board of directors. (Note 5)
 - b. By action of the registered agent. (Note 6)

NOTE: When the registered agent changes, the signatures of both president and secretary are required.

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated April 29 1997 Perfection Bakeries, Inc.
 (Exact Name of Corporation)

attested by Jay E. Miller by John F. Popp
 (Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Jay E. Miller SECRETARY John F. Popp PRESIDENT
 (Type or Print Name and Title) (Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated _____ 19_____
 (Signature of Registered Agent of Record)

NOTES

- 1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
- 2. The registered office must include a street or road address; a post office box number alone is not acceptable.
- 3. A corporation cannot act as its own registered agent.
- 4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
- 5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by the president (or vice-president) and by the secretary (or an assistant secretary).
- 6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent.

Ret. to: Judy Siegel
 Perfection Bakeries, INC
 350 Pearl St.
 Ft. Wayne, IN 46802

c-135.12 (E)

BOX 170

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