

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 140661



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

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Pursuant to the provisions of Section 7-1 1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is The Hartford Provision Company
- It is incorporated under the laws of Connecticut
- The name, if different, which it elects to use in Rhode Island is:
 - If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation, company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island, _____
 - If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application: _____
- The date of its incorporation is 1971 and the period of its duration is Perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is 205 Enterprise Drive, Bristol, CT 06010
- The address of its proposed registered office in Rhode Island is 101 Federal Street, Suite 100
(Street Address, not P.O. Box)
Boston, MA RI 02110 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is CT Corporation System
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are Wholesale Grocer Distribution

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8. The names and respective addresses of the directors and officers are.

	Name	Address
Director	_____	_____
Director	_____	_____
President	Barry Pearson	205 Enterprise Drive, Bristol, CT 06010
Vice President	Richard Lotstein	205 Enterprise Drive, Bristol, CT 06010
Treasurer	Jeffrey Lotstein	205 Enterprise Drive, Bristol, CT 06010
Secretary	Samuel Lotstein	205 Enterprise Drive, Bristol, CT 06010

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By M34044

Form No. 150
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9 The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
500,000	Common		Par value \$1 per share
25,000	PREFERRED		Par value \$100/share

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
247,980	Common		Par value \$1 per share
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11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 14.0M

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.00

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0.00 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 63.0M

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 3.2M

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 5.00 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: January 20, 2004

The Hartford Provision Company
Print Exact Name of Corporation Making Application

By [Signature]

President or Vice President (check one)

AND
By [Signature]

Secretary or Assistant Secretary (check one)

STATE OF Connecticut
COUNTY OF Hartford

In HARTFORD County, on this 20th day of January, 2004, personally appeared before me Richard Lotstein who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]
Notary Public
My Commission Expires: 4/30/05

STATE OF CONNECTICUT
OFFICE OF THE SECRETARY OF THE STATE

SS HARTFORD

I hereby certify that this is a true copy of record
in this Office

In Testimony whereof, I have hereunto set my hand,
and affixed the Seal of said State, at Hartford,

this 14th day of May A.D. 2004

Susan Bysiewicz SD

SECRETARY OF THE STATE