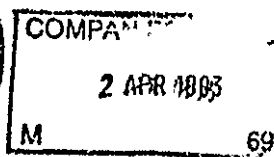
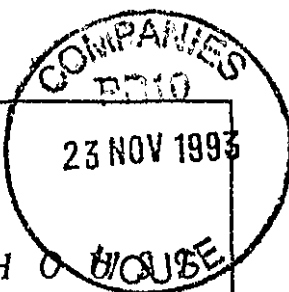




COMPANIES HOUSE



Handwritten: 117 NOV 1993

117 NOV 1993

BR1

This form should be completed in black.

**Return delivered for registration of a branch of  
an overseas company**

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

(See note 5)

Corporate name  
(name in parent state)

Business name  
(If different to corporate name)

Country of incorporation

Identity of register  
(if applicable)

Legal form  
(See note 3)

For office  
use only

CN

FC13920

BN

BR 2108

(FAST) INTERNATIONAL INC.

UNITED STATES OF AMERICA

X STATE of DELAWARE X

and registration no. ~~FC13920~~

PRIVATE LIMITED BY SHARES

756329022

☐ See note 2

**PART A - COMPANY DETAILS<sup>1</sup>**

\* State whether the company is  
a credit or financial institution

\* Is the company subject to Section 699A of the Companies Act 1985?

YES ☒

NO ☒

(1) These boxes need not be completed by companies formed in EC member states

Governing law  
(See note 4)

AMERICA

Accounting  
requirements

Period for which the company is required to prepare accounts by  
parent law. from January 1 to December 31

Period allowed for the preparation and public disclosure of accounts  
for the above period 3 months

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of business in home country

905 Honeyspot Road Stratford, CT USA 06497

Objects of company

Sale and distribution of commercial cooking equipment

Issued share capital

100 Currency dollars

Company Secretary(ies)

(See note 10)

Name

\*Style/Title MRS.

Forenames JOAN G.

Surname KOETHER

\*Honours etc.

Previous Forenames

Previous surname

Address

4 Nutmeg Lane

Post town Westport

County/Region Connecticut USA

Postcode 06880

Country USA

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Company Secretary(ies)

(See note 10)

Name

\*Style/Title

Forenames

Surname

\*Honours etc.

Previous Forenames

Previous surname

Address

Post town

County/Region

Postcode

Country

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

( You may photocopy this page if required)

# FILE COPY



## CERTIFICATE OF REGISTRATION OF AN OVERSEA COMPANY

(Establishment of a branch)

Company No. FC013920

Branch No. BR002108

The Registrar of Companies for England and Wales hereby certifies that  
(FAST.) INTERNATIONAL INC.

has this day been registered under Schedule 21A to the Companies  
Act 1985 as having established a branch in England and Wales

Given at Companies House, Cardiff, the 1st December 1993

*H. G. Pell*

For The Registrar Of Companies



C O M P A N I E S H O U S E

## Directors

(See note 10)

Name

\* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

### SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as applicable

(You may photocopy this page as required)

\*Style/Title Chairman of the Board/President  
Forenames George Ferdinand  
Surname KOETHER  
\*Honours etc. \_\_\_\_\_  
Previous Forenames \_\_\_\_\_  
Previous surname \_\_\_\_\_  
19 Forest Court  
Post town Snaresbrook  
County/Region London  
Postcode E11 1PL Country UK  
Date of Birth 3 10 0 15 6 16 Nationality American  
Business Occupation Sales and Management  
Other Directorships NONE

The extent of the authority to represent the company is :- (give details)

Powers to act individually to the  
extent of Corporate, State, Federal  
and English law.

These powers :-

- # ☒ May be exercised alone  
OR  
# ☐ Must be exercised with :-  
(Give name(s) of co-authorised person(s))

## Directors

(See note 10)

Name

\* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

### SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as applicable

(You may photocopy this page as required)

\*Style/Title \_\_\_\_\_

Forenames \_\_\_\_\_

Surname \_\_\_\_\_

\*Honours etc. \_\_\_\_\_

Previous Forenames \_\_\_\_\_

Previous surname \_\_\_\_\_

Post town \_\_\_\_\_

County/Region \_\_\_\_\_

Postcode \_\_\_\_\_

Country \_\_\_\_\_

Date of Birth

--	--	--	--	--

Nationality \_\_\_\_\_

Business Occupation \_\_\_\_\_

Other Directorships \_\_\_\_\_

The extent of the authority to represent the company is :- (give details)

These powers :-

#

☐

May be exercised alone

#

OR  
☐

Must be exercised with :-

(Give name(s) of co-authorised person(s))

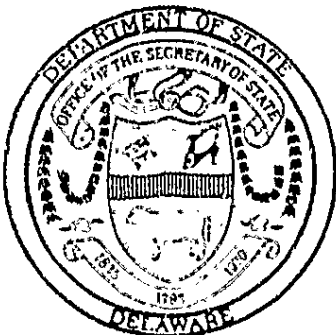
## State of Delaware



## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF  
DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF INCORPORATION OF (FAST.)  
INTERNATIONAL, INC. FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY  
OF NOVEMBER, A.D. 1986, AT 9 O'CLOCK A.M.

| | | | | | | |



756329022

RECEIVED FOR RECORD

Dec 1 AD 1986

Michael Harkins, Secretary of State

AUTHENTICATION: 11020726

DATE: 11/26/1986

CERTIFICATE OF INCORPORATION

OF

(FAST.) International, Inc.

NOV 25 1982

The undersigned, a natural person, for the purpose of organizing a corporation for conducting the business and promoting the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware (particularly Chapter 1, Title 8 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "General Corporation Law of the State of Delaware"), hereby certifies that:

FIRST: The name of the corporation (hereinafter called the "corporation") is

(FAST.) International, Inc.

SECOND: The address, including street, number, city, and county, of the registered office of the corporation in the State of Delaware is 229 South State Street, City of Dover, County of Kent; and the name of the registered agent of the corporation in the State of Delaware at such address is The Prentice-Hall Corporation System, Inc.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is Ten Thousand (10,000). The par value of each of such shares is Ten Cents (\$.10). All such shares are of one class and are shares of Common Stock.

FIFTH: The name and the mailing address of the incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
J. A. Kent	229 South State Street, Dover, Delaware 19901

SIXTH: The corporation is to have perpetual existence.

SEVENTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

EIGHTH: For the management of the business and for the conduct of the affairs of the corporation, and in further definition, limitation and regulation of the powers of the corporation and of its directors and of its stockholders or any class thereof, as the case may be, it is further provided:

1. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the By-Laws. The phrase "whole Board" and the phrase "total number of directors" shall be deemed to have the same meaning, to wit, the total number of directors which the corporation would have if there were no vacancies. No election of directors need be by written ballot.

2. After the original or other By-Laws of the corporation have been adopted, amended, or repealed, as the case may be, in accordance with



the provisions of Section 190 of the General Corporation Law of the State of Delaware, and, after the corporation has received any payment for any of its stock, the power to adopt, amend, or repeal the By-Laws of the corporation may be exercised by the Board of Directors of the corporation; provided, however, that any provision for the classification of directors of the corporation for staggered terms pursuant to the provisions of subsection (d) of Section 141 of the General Corporation Law of the State of Delaware shall be set forth in an initial By-Law or in a By-Law adopted by the stockholders entitled to vote of the corporation unless provisions for such classification shall be set forth in this certificate of incorporation.

3. Whenever the corporation shall be authorized to issue only one class of stock, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of stockholders. Whenever the corporation shall be authorized to issue more than one class of stock, no outstanding share of any class of stock which is denied voting power under the provisions of the certificate of incorporation shall entitle the holder thereof to the right to vote at any meeting of stockholders except as the provisions of paragraph (2) of subsection (b) of section 242 of the General Corporation Law of the State of Delaware shall otherwise require; provided, that no share of any such class which is otherwise denied voting power shall entitle the holder thereof to vote upon the increase or decrease in the number of authorized shares of said class.


NINTH: The personal liability of the directors of the corporation is hereby eliminated to the fullest extent permitted by paragraph (7) of subsection (b) of Section 102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

TENTH: The corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those

indemnified may be entitled under any By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ELEVENTH: From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the corporation by this certificate of incorporation are granted subject to the provisions of this Article ELEVENTH.

Signed on November 25, 1986.

  
\_\_\_\_\_  
J. A. Kent  
Incorporator

STATE OF DELAWARE }  
KENT COUNTY }

INDEXED

RECORDED in the Office for the Recording of Deeds, Etc.  
at Dover, In and for the said County of Kent, In Corp.  
Record N Vol. 101 Page 298 Etc.  
the 1st day of December A. D. 1986  
WITNESS my Hand and the Seal of said office.

Robert L. Bonney, Recorder

## Constitution of company

(See notes 6 to 9)

#Mark box(es)  
as applicable

(See note 9)

- # ☒ A certified copy of the instrument constituting, or defining the constitution of the company  
AND  
☐ \* A certified translation  
\*is/are delivered for registration

\* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany this form.

- # ☐ A copy of the latest accounts of the company  
AND  
☐ A certified translation  
\*is/are delivered for registration

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

- # The  
☐ Constitutional documents (\*and certified translations)  
AND/OR  
☐ The latest accounts (\*and certified translations)

of the company were previously delivered on the registration of the branch of the company at :-

Cardiff ☐ Edinburgh ☐ Belfast ☐

Registration no.

AND/OR

The company may also rely on particulars about the company previously filed in respect of another branch in that part of Great Britain, provided that any alterations have been notified to the Registrar.

- ☐ the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.

Registration no.

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.

- The  
☒ Constitutional documents (\*and certified translation)  
AND/OR  
☒ Particulars of the current directors and secretary(s)

were previously delivered in respect of a place of business of the company registered at THIS registry.

Registration no.

FC 13920

NOTE :- In all cases, the registration number of the branch or place of business relied upon must be given.

## PART B - BRANCH DETAILS

### Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service of process on the company's behalf.

\* Delete as appropriate

### SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

*Style/Title	MR.
Forenames	ALAN
Surname	ROSS
Address	BROUGHTON ROSS
	9 JOCKEY'S FIELDS, BEDFORD ROW
Post town	LONDON
County/Region	U.K.
Postcode	WC1R 4BW
Is # <input checked="" type="checkbox"/>	Authorised to accept service of process on the company's behalf
*AND/OR	
Is # <input checked="" type="checkbox"/>	Authorised to represent the company in relation to that business
The extent of the authority to represent the company is :- (give details)	
<p style="text-align: center;"><u>PERTAINING TO ALL LEGAL</u></p> <p style="text-align: center;"><u>MATTERS.</u></p>	
<p>These powers :-</p> <p># <input checked="" type="checkbox"/> May be exercised alone</p> <p>OR</p> <p># <input type="checkbox"/> Must be exercised with :-</p> <p style="text-align: right;">(Give name(s) of co-authorised person(s))</p>	

**Persons authorised to represent the company or accept service of process.**

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service of process on the company's behalf.

\* Delete as appropriate

**SCOPE OF AUTHORITY**

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised, (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title	<u>Mr.</u>	
Forenames	<u>GEORGE</u>	
Surname	<u>KOETHER</u>	
Address	<u>UNIT C, THE ENTERPRISE CTR.</u> <u>PAYCOCKE ROAD BARNET</u>	
Post town	<u>BARNET</u>	
County/Region	<u>ESSEX</u>	Postcode <u>SS14 3DY</u>
Is # <input checked="" type="checkbox"/>	Authorised to accept service of process on the company's behalf	
<b>AND/OR</b>		
Is # <input checked="" type="checkbox"/>	Authorised to represent the company in relation to that business	
The extent of the authority to represent the company is :- (give details)		
<u>UNLIMITED POWERS</u>		
These powers :-		
# <input checked="" type="checkbox"/>	May be exercised alone	
OR		
# <input type="checkbox"/>	Must be exercised with :-	
(Give name(s) of co-authorised person(s))		

**Address of branch**

(See note 11)

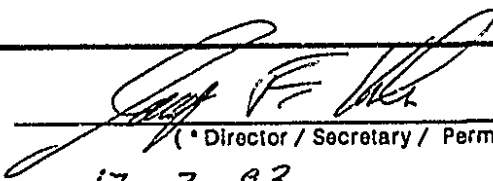
Address	<u>Unit C The Enterprise Center</u>		
	<u>Paycocke Road</u>		
Post town	<u>Basildon</u>		
County\Region	<u>Essex</u>	Postcode	<u>SS14 3DY</u>

**Branch Details**

(See note 12)

Date branch opened	<table border="1"><tr><td>0</td><td>1</td><td>5</td></tr><tr><td>0</td><td>1</td><td>1</td></tr><tr><td>8</td><td>1</td><td>7</td></tr></table>	0	1	5	0	1	1	8	1	7
0	1	5								
0	1	1								
8	1	7								
Business carried on at branch	<u>Import, Distribution, Service of Catering</u>									
	<u>Equipment</u>									

**SIGNATURE**

Signed	 ( * Director / Secretary / Permanent representative )
Date	<u>17-3-93</u>
This form contains ..... continuation sheets.	

To whom should Companies House  
direct any enquiries about the  
Information on this form?

Name	<u>George F. Koether</u>		
Address	<u>Unit C The Enterprise Center,</u>		
	<u>Paycocke Road,</u>		
	<u>Basildon, Essex</u>	Postcode	<u>SS14 3DY</u>
Telephone	<u>0268 - 288313</u>	Extension	<u></u>

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at  
for branches established in England and Wales

Companies House  
Crown Way  
Cardiff  
CF4 3UZ

for branches established in Scotland

Companies House  
100 - 102 George Street  
Edinburgh  
EN2 3DJ