

Document Number Only

F0000000468C

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

400003346604--2
-08/04/00--01062--003
*****78.75 *****78.75

CORPORATION(S) NAME

The Graham Group, Inc.

- Profit
- NonProfit
- Limited Liability Company
- Foreign *Qualification*
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Annual Report
- Reservation
- Photo Copies
- Call if Problem
- Will Wait
- Merger
- Mark
- Other
- Change of R.A.
- Fictitious Name
- CUS
- After 4:30
- Pick Up

00 AUG -4 AM 10: 35
00 AUG -4 AM 10: 37

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

8/4/00
PLEASE RETURN EXTRA COPY(S)
FILE STAMPED
THANKS
LAURA EARNEST

00 AUG -4 PM 2:35

RECEIVED

FILE FIRST



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 4, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: THE GRAHAM GROUP, INC.
Ref. Number: W00000019434

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -4 AM 10:37

RECEIVED
00 AUG 17 PM 3:44
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

We have received your document for THE GRAHAM GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 700A00042408

Resolution attached! Please backdate filing to 8/4 then proceed with 2nd filing attached.

*Thanks!
JK*

FILE FIRST

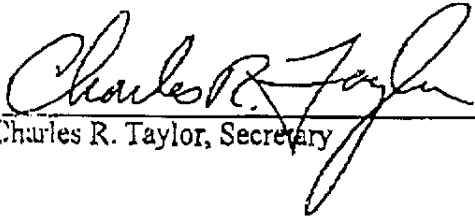
FILED IN STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 AUG -4 AM 10:37

CERTIFICATE OF THE SECRETARY
OF
THE GRAHAM GROUP, INC.

I, Charles R. Taylor, secretary of The Graham Group, Inc., an Iowa corporation duly organized and existing under the laws of the State of Iowa (the "Company"), hereby certify that on August 11, 2000, the Board of Directors of the Company adopted the following resolution:

RESOLVED that The Graham Group, Inc., organized and existing under the laws of the State of Iowa, hereby adopts the name The Graham Group of Iowa, Inc. for use in the state of Florida.

Dated: August 16, 2000


Charles R. Taylor, Secretary

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -4 AM 10:37

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The Graham Group, 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", 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:

Frank J. Carroll
(Name of Person)
Davis, Brown, Koehn, Shors & Roberts, P.C.
(Firm/Company)
666 Walnut Street, Ste. 2500
(Address)
Des Moines, IA 50309-3993
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Frank J. Carroll at (515) 288-2500
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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

FILED STATE SECRETARY'S OFFICE DIVISION OF CORPORATIONS 00 AUG 24 AM 10:37

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. The Graham Group, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Iowa 3. 42-0867219
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/23/62 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 9/1/2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 500 Locust Street, Des Moines, IA 50309
(Current mailing address)

8. Real Estate Management
(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 or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

X Connie Bryan **CONNIE BRYAN**
SPECIAL ASSISTANT SECRETARY
(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

STATE OF IOWA
DIVISION OF CORPORATIONS
00 AUG -4 AM 10:37

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: George D. Milligan
Address: 500 Locust Street
Des Moines, IA 50309

Vice Chairman: Charles R. Taylor
Address: 500 Locust Street
Des Moines, IA 50309

Director: Martha G. James
Address: 500 Locust Street
Des Moines, IA 50309

Director: Melinda G. Antisdell
Address: 500 Locust Street
Des Moines, IA 50309

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: George D. Milligan
Address: 500 Locust Street
Des Moines, IA 50309

Vice President: Charles R. Taylor
Address: 500 Locust Street
Des Moines, IA 50309

Secretary: Charles R. Taylor
Address: 500 Locust Street
Des Moines, IA 50309

Treasurer: Martha G. James
Address: 500 Locust Street
Des Moines, IA 50309

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

13. Charles R. Taylor
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles R. Taylor, Vice President/Secretary
(Typed or printed name and capacity of person signing application)

IOWA

No. 00082439
Date: 08/03/2000

SECRETARY OF STATE

490 DP-000016453,
CAROL MITCHELL
DAVIS, BROWN, ET AL

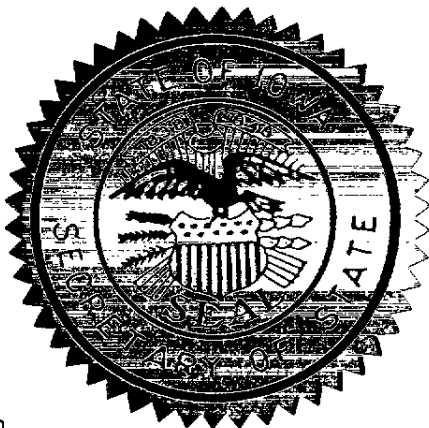
DES MOINES, IA 50309

00 AUG -11 AM 10: 37
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF EXISTENCE

Name: THE GRAHAM GROUP, INC.
Begin date: 19620123
Expiration: PERPETUAL

I, CHESTER J. CULVER, secretary of state of the state of Iowa, custodian of the records of incorporations, certify that the corporation is in existence and was duly incorporated under the laws of Iowa on the date printed above, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent biennial corporate report has been filed by the secretary of state, and that articles of dissolution have not been filed.



Chester Culver

CHESTER J. CULVER SECRETARY OF STATE

