

FO1080004970

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: S&D Enterprises, 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:

Sherri Dodsworth  
(Name of Person)

S&D Enterprises, Inc.  
(Firm/Company)

700004568617--0  
-09/04/01--01119--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

7190 Leeward Street  
(Address)

W01-20657

Port Saint Joe, FL 32456  
(City/State/Zip)

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

Sherri Dodsworth at (850) 227-5197  
(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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

with  
9/21



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 6, 2001

SHERRI DODSWORTH  
7190 LEEWARD STREET  
PORT SAINT JOE, FL 32456

SUBJECT: S&D ENTERPRISES, INC.  
Ref. Number: W01000020657

We have received your document for S&D ENTERPRISES, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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) 245-6097.

Michael Mays  
Document Specialist

Letter Number: 501A00050198

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TALLAHASSEE, FLORIDA  
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# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Sherri L. Dodsworth, do hereby certify  
(Name)

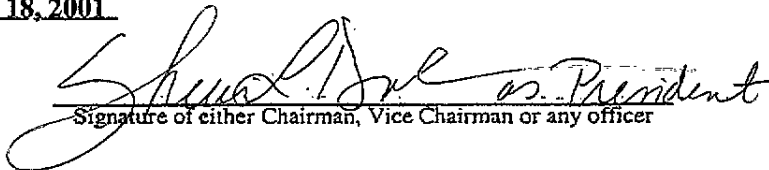
that this Resolution of the Board of Directors of S&D Enterprises, Inc.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,  
was duly adopted on September 18, 2001.

Be it resolved, that S&D Enterprises, Inc.  
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name  
Surf Enterprises, Inc. for use in Florida

Dated: September 18, 2001

  
Signature of either Chairman, Vice Chairman or any officer

Sherri L. Dodsworth as President  
Type or print name

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. S&D Enterprises, 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. Delaware (State or country under the law of which it is incorporated) 3. 59-3584567 (FEI number, if applicable) EIN.

4. 15 JUNE 1999 (Date of incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

6. March 27, 2001 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 7190 Leeward St. Port Saint Joe, FL 32456 (Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under Florida Statutes. (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: Julie Ann Sombathy, Attorney at Law

Office Address: 434 Magnolia Ave. Panama City, Florida, 32401 (Zip code)

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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.

[Handwritten signature] (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)

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

Chairman: Sherrri Dodsworth

Address: 7190 Leeward Street  
Port Saint Joe, FL 32456

Vice Chairman: Rodney Dodsworth

Address: 7190 Leeward Street  
Port Saint Joe, FL 32456

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Sherri Dodsworth

Address: 7190 Leeward Street  
Port Saint Joe, FL 32456

Vice President: Rodney Dodsworth

Address: 7190 Leeward Street  
Port Saint Joe, FL 32456

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Sherrri Dodsworth as President  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sherrri Dodsworth as President  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "S&D ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JUNE, A.D. 2001.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1202878

010262374

DATE: 06-21-01