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Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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FOREIGN PROFIT QUALIFICATION

COTTON STATES SERVICE COMPANY

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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. Cotton States Service Company
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co." or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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

4. 11/03/2004 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon registration
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty (liability))

7. 244 Perimeter Center Parkway, NE, Atlanta, GA 30346-2397
(Principal office address)

same
(Current mailing address)

8. insurance agency company
(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Ways Street

Tallahassee, Florida 32301
(City) (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.

Cynthia L. Harris
(Registered agent's signature)

Cynthia L. Harris
as its agent

FILED
NOV 1 2004
TALLAHASSEE
FLORIDA
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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 business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: _____

Address: PLEASE SEE ATTACHED LIST

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: PLEASE SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

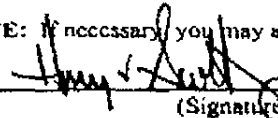
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Harry V. Scott, Senior Vice President and Chief Operating Officer
(Typed or printed name and capacity of person signing application)

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CURRENT OFFICERS
OF
COTTON STATES SERVICE COMPANY

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
John D. Blackburn	Chairman of the Board	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Barbara Bauer	President	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Harry V. Scott	Senior Vice President and Chief Operating Officer	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Dave Magers	Chief Financial Officer and Treasurer	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Paul Harmon	General Counsel and Secretary	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Jim Briski	Vice President	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Delores Smith	Vice President	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397

Witness:

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CURRENT DIRECTORS
OF
COTTON STATES SERVICE COMPANY

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
John D. Blackburn	Chairman of the Board	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Barbara Bauer	Director	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Paul Harmon	Director	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Dave Magers	Director	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Robert C. McMahan	Director	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Gayford O. Coan	Director	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397
Darrell D. Pittard	Director	244 Perimeter Center Parkway, N.E., Atlanta, Georgia 30346-2397

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Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

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TROUTMAN SANDERS, LLP
DIANE R. WALKER
600 PEACHTREE ST, NE, SUITE 5200
ATLANTA, GA 30308-2216

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

**COTTON STATES SERVICE COMPANY
A GEORGIA PROFIT CORPORATION**

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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Cathy Cox
Cathy Cox
Secretary of State

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