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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

900001455189
-04/13/95--01005--013
****131.25 ****131.25

SUBJECT: THE BOXWORKS, Incorporated
(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:

Ramon R. Rockwell
(Name of Person)

The BOXWORKS, INC.
(Firm/Company)

4634 Cedar Park Drive
(Address)

Stone Mountain, Ga 30083
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 12 AM 11:46
mtu

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

Ramon R. Rockwell at (404) 888-0118
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned RAMON R. ROCKWELL, do hereby certify that this Resolution of the Board of Directors of The Boxworks, Inc a corporation duly organized and existing under the laws of the State of Georgia was duly adopted on 4/12, 1995.

Resolved, that The Boxworks, Inc, organized and existing in the State of Georgia, hereby adopts the name The Boxworks, Inc. of Georgia for use in Florida.

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Dated: 4/12/95

Ramon R. Rockwell
Signature of at least one director

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. THE BOXWORKS, Incorporated
(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. Georgia (State or country under the law of which it is incorporated) 3. 58-1909214 (FEI number, if applicable)

4. Nov. 21, 1984 (Date of incorporation) 5. perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Apr. 21, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 4634 Cedar Park Drive
Stone Mountain, Georgia 30083
(Current mailing address)

8. Retail sales
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Deborah K. Beckett

Office Address: P.O. Box 459 East Highway 20

Freeport, Florida, 32439
(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.

Deborah K. Beckett
(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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: RAMON R. ROCKWELL

Address: 4634 Cedar Park Drive
Stone Mountain, GA 30083

Vice President: MARJORIE A. ROCKWELL

Address: 4634 Cedar Park Drive
Stone Mountain, GA 30083

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. Ramon R. Rockwell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RAMON R. ROCKWELL, President
(Typed or printed name and capacity of person signing application)

Secretary of State

Corporations Division

Suite 315, West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 951010930
CONTROL NUMBER : 8417033
DATE INC/AUTH/FILED: 11/21/1984
JURISDICTION : GEORGIA
PRINT DATE : 04/11/1995
FORM NUMBER : 0211

RAMON R. ROCKWELL
4634 CEDAR ROCK DRIVE
STONE MOUNTAIN, GA 30083

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CERTIFICATE OF EXISTENCE

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

THE BOXWORKS, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated 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 date issued. 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 certificate is issued pursuant to 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.



Max Cleland
MAX CLELAND
SECRETARY OF STATE