

F 9600000647

C T CORPORATION SYSTEM

Requester's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

300001710509
-02/08/96--01055--024
*****70.00 *****70.00

_____ EPC, Inc _____

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merge
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Resurrection	<input type="checkbox"/> Change of Name
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> File in New Name
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Call if Problem	<input type="checkbox"/> CUG
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Call When Ready		
<input checked="" type="checkbox"/> Walk In		
<input type="checkbox"/> Mail Out		

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Acknowledgment
W.P. Verifier

2/8/94

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. FPF, 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. Colorado
(State or country under the law of which it is incorporated)

3. applied for
(FEI number, if applicable)

4. February 6, 1996
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. 1801 California Street, Suite 3700, Denver, Colorado 80202
(Current mailing address)

8. financing activities
(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: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Marcia J. Sunahara
(Registered agent's signature) (Officer)

Marcia J. Sunahara, Assistant Vice President
(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

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. Kathleen A. Melnes
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kathleen A. Melnes, Secretary
(Typed or printed name and capacity of person signing application)

FFP, INC.

LIST OF DIRECTORS AND OFFICERS

Directors

<u>Name</u>	<u>Address</u>
David C. Smith	1801 California Street Suite 3700 Denver, CO 80202
Robert A. Pinkerton	1801 California Street Suite 3700 Denver, CO 80202
Bruce I. Lundy	1801 California Street Suite 3700 Denver, CO 80202
Dennis N. Carnes	1801 California Street Suite 3700 Denver, CO 80202
Kathleen A. McCarty	1801 California Street Suite 3700 Denver, CO 80202

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Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
David C. Smith	Chairman of the Board and Chief Executive Officer	1801 California Street Suite 3700 Denver, CO 80202
Robert A. Pinkerton	President	1801 California Street Suite 3700 Denver, CO 80202
Bruce I. Lundy	Senior Vice President	1801 California Street Suite 3700 Denver, CO 80202
Kathleen A. McCarty	Secretary/Treasurer	1801 California Street Suite 3700 Denver, CO 80202



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, **VICTORIA BUCKLEY**, Secretary of State of the
Colorado hereby certify that

According to the records of this office

FPF, INC.
(COLORADO CORPORATION)

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file # 961017345 was filed in this office on **FEBRUARY 06, 1996**,
and has complied with the applicable provisions of the
laws of the State of Colorado and on this date is in good
standing and authorized and competent to transact business
or to conduct its affairs within this state.

Dated: **JANUARY 26, 1996**

Victoria Buckley

SECRETARY OF STATE