

**F96000006878**

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Tools and Technology, 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:

*W 96-18443*

<u>Sandra S. Holmgren</u> (Name of Person)	<u>880001937928</u> -09/04/96--01052--005 *****70.00 *****70.00
<u>Tools and Technology, Inc.</u> (Firm/Company)	<u>1 00002037331 -- 1</u> -12/24/96--01132--001 ***1096.25 ***1096.25
<u>2021 Englewood Road, Suite D</u> (Address)	
<u>Englewood, Florida 34223</u> (City/State/Zip)	

*12/30*

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

Sandra S. Holmgren at ( 941 ) 475-6679  
(Name of Person) (Area Code & Daytime Telephone Number)

96 DE 30 PM 4: 27  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COURIER ADDRESS:**

Qualification/Tax Lien Sec.  
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

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*Correct*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <i>MP</i>	_____	_____	_____

WALK-IN Will Pick Up *1230 230*

\_\_\_\_\_ of \_\_\_\_\_  
 RE: Toys and Technology  
Inc.

	G.C. FEE.	DISBURSED
<del>Capital Express<sup>SM</sup></del>	_____	_____
<del>Art. of Inc. File</del>	_____	_____
<del>Corp. Record Search</del>	_____	_____
<del>Ltd. Partnership File</del>	_____	_____
<del>Foreign Corp. File</del>	_____	_____
<del>_____ Copy(s)</del>	_____	_____
Art. of Amend. File	_____	_____
Dissolution/Withdrawal	_____	_____
C U S	_____	_____
Fictitious Name File	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search	_____	_____
Driving Record	_____	_____
Document Retrieval	_____	_____
UCC 1 or 3 File	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
File No.'s, Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ( )	_____	_____
Top Priority	_____	_____
Express Mail Prep.	_____	_____
FAX ( ) pgs.	_____	_____

SUBTOTALS	_____
FEE.....	_____
DISBURSED.....	_____
SURCHARGE.....	_____
TAX on corporate supplies.....	_____
SUBTOTAL.....	_____
PREPAID.....	_____
BALANCE DUE.....	_____

DIVISION OF CORPORATION  
 RECEIVED  
 06/10/00 PM 1:23

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Morthum**  
Secretary of State

September 4, 1996

**SANDRA S. HOLMGREN**  
**TOOLS AND TECHNOLOGY, INC.**  
**2021 ENGLEWOOD RD., #D**  
**ENGLEWOOD, FL 34223**

**SUBJECT: TOOLS AND TECHNOLOGY, INC.**  
**Ref. Number: W96000018443**

We have received your document for TOOLS AND TECHNOLOGY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

A brief description of the entity's nature of business must be included in the document.

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back

annual report(s) is \$1096.25.

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott  
Corporate Specialist Supervisor

Letter Number: 796A00041368



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 13, 1996

SANDRA S. HOLMGREN  
2021 ENGLEWOOD RD., #D  
ENGLEWOOD, FL 34223

Copy

SUBJECT: TOOLS AND TECHNOLOGY, INC.  
Ref. Number: W96000018443

This letter constitutes the Department of State's 2nd notice of past annual report fees due this office by the above referenced foreign corporation. Section 607.11502,(4), F.S., requires this office to collect \$1096.25 in past annual report fees for transacting business in Florida without authority as stated on its application. Please note that the civil penalties have been waived pursuant to the Laws of Florida 96-212. Please remit the appropriate past annual report fees due this office within 30 days to avoid the necessity of further action.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott  
Corporate Specialist Supervisor

Letter Number: 896A00055750

12/18/96

SORRY FOR THE DELAY. WE HAVE BEEN WAITING  
FOR OUR ATTORNEY TO PREPARE THE DOCUMENTS TO CHANGE  
THE CORPORATE NAME. THANK YOU. PLEASE CALL WITH ANY  
FURTHER PROBLEMS OR QUESTIONS.  
DOCUMENTS TO FOLLOW.

Sandra S Holmgren  
941-475-6676

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned SANDRA S. HOLMGREN, do hereby certify  
(Name)

that this Resolution of the Board of Directors of \_\_\_\_\_

TOOLS AND TECHNOLOGY, INC.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of GEORGIA

was duly adopted on AUGUST 8, 19 89

Be it resolved, that TOOLS AND TECHNOLOGY, INC.  
(Corporate Name)

organized and existing in the State of GEORGIA, hereby adopted

TOOLS & TECH, INC. OF ENGLEWOOD FLORIDA for use  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dated: 12/23/96

Sandra S Holmgren  
Signature of either Chairman, Vice Chairman or any officer

SANDRA S. HOLMGREN  
Type or print name

96 DEC 30 PM 4: 28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**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. Tools and Technology, 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. Georgia 3. 58-1859794  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 08/09/1989 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 08/09/1989  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.)

7. 2021 Englewood Road, Suite D  
Englewood, Florida 34223  
(Current mailing address)

8. to wholesale cutting tools  
(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: (P.O. Box or Mail Drop Box acceptable)

Name: Sandra S. Holmgren

Office Address: 2021 Englewood Road, Suite D  
Englewood, Florida, 34223  
(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 Sandra S. Holmgren  
(Registered agent 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.

FILED  
98 DEC 30 PM 4: 28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: Sandra S. Holmgren (sole director)

Address: 2021 Englewood Road, Suite D

Englewood, Florida 34223

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

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

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

President: Sandra S. Holmgren

Address: 2021 Englewood Road, Suite D

Englewood, Florida 34223

Vice President: \_\_\_\_\_

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

Secretary: Kit M. Shultz

Address: 65 2nd Ave

Englewood, FL 34223

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

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

FILED  
96 DEC 30 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

13. *Sandra S. Holmgren*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sandra S. Holmgren, Director  
(Typed or printed name and capacity of person signing application)



**Secretary of State**  
**Business Information and Services**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 961310434  
CONTROL NUMBER : 8915617  
DATE INC/AUTH/FILED: 00/09/1909  
JURISDICTION : GEORGIA  
PRINT DATE : 05/10/1996  
FORM NUMBER : 0211

JULANE R. SOARES  
TOOLS AND TECHNOLOGY, INC.  
2121 ENGLEWOOD RD., STE. D  
ENGLEWOOD, FL 34223

**CERTIFICATE OF EXISTENCE**

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

**TOOLS AND TECHNOLOGY, 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.



*Lewis A. Massey*  
Lewis A. Massey  
Secretary of State

FILED  
96 DEC 30 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Secretary of State**  
**Business Information and Services**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 961910434  
CONTROL NUMBER : 0915617  
DATE INC/AUTH/FILED : 00/09/1999  
JURISDICTION : GEORGIA  
PRINT DATE : 05/10/1996  
FORM NUMBER : 0211

JULANE R. SOARES  
TOOLS AND TECHNOLOGY, INC.  
2021 ENGLEWOOD RD., STE. D  
ENGLEWOOD, FL 34223

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*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

FILED  
96 DEC 30 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA