

F99000005393

TRANSMITTAL LETTER

TO: Qualification/Registration Section
Division of Corporations

SUBJECT: CUE, Inc.
(Name of Corporation)

800002928658--2
-07/12/99--01097--012
*****70.00 *****70.00

Dear Sir or Madam:

W99-16372

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Arthur E. Worth
(Name of Person)
CUE, Inc.
(Firm/Company)
1703 Sherwood Lakes Blvd.
(Address)
Lakeland, FL 33809
(City, State and Zip Code)

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mtm
10/21

For further information concerning this matter, please call:

Arthur E. Worth at (941) 858 - 6738
(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

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 16, 1999

ARTHUR E. WORTH
CUE, INC.
1703 SHERWOOD LAKES BLVD.
LAKELAND, FL 33809

SUBJECT: CUE, INC.
Ref. Number: W99000016372

We have received your document for CUE, INC. and your check(s) totaling \$70.00. 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.

Simply 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 899A00036600

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SECRETARY OF STATE

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

1. CUE, Inc.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. North Carolina 3. 56-1916998
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Jan. 4, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. July 26, 1999
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 2614 Lakeland Hills Blvd. Suite #3
Lakeland, FL 33805
(Current mailing address)

8. To the promotion of and education regarding the benefits of positive emp. relations
(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:


Arthur E. Worth
(Name)

2614 Lakeland Hills Blvd. Suite #3
(Office address)

Lakeland, Florida, 33805
(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.


(Registered agent's signature)

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CUE BOARD OF DIRECTORS
May 1999

Chairman

Andrew T. Meredith (Andy)
Labor Relations
Federal Express Corporation
6850 County Road, #2660
Mountain View, MO 65548
(417) 934-2174 FAX (417) 934-5081
Email: Drew7766@ix.Netcom.com

Vice Chairman

Pamela M. Linebarier (Pam)
Director of Employee Relations
Watkins Motor Lines, Inc.
PO Box 95002
Lakeland, FL 33804-5002
(941) 688-6662, x2113 FAX (941) 682-0704
Email: pam.linebarier@watkins.com

Charlie Ackerman (Charlie)
Director of Human Resources
Robert Bosch Corporation
8101 Dorchester Road
Charleston, SC 29418
(843) 760-7372 FAX (843) 760-7379
Email: charlie.ackerman@pcm.bosch.com

Brian W. Gill (Brian)
Master Printers of America
3098 Baywood Drive
Seabrook Island, SC 29455
(843) 768-0127 FAX (843) 768-0129
Email: bgillgroup@aol.com

James F. Carey (Jim)
Associate Director, Labor Relations
Praxair, Inc.
275 East Park Drive
Tonawanda, NY 14151
(716) 879-4039 FAX (716) 879-2087
Email: carey@praxair.com

Tom Groom (Tom)
Director, Human Resources
Nissan Motor Manufacturing Corporation - USA
983 Nissan Drive
Smyrna, TN 37167
(615) 355-2224 FAX (615) 459-1102

Lawrence W. Davis (Bill)
Vice President, Personnel & Administration
Hitachi Electronic Devices (USA), Inc.
PO Box 2203
Greenville, SC 29615
(864) 299-2664 FAX (864) 299-4965
Email: Bill.Davis@HALNY.Hitachi.com

Victor Hamner (Vic)
Human Resources Manager
JVC America, Inc.
#2 JVC Road
Tuscaloosa, AL 35405-3597
(205) 554-5206 FAX (205) 554-5777
Email: vhamner@jvcdiscusa.com

Edward J. Dowd, Jr. (Ed) (Emeritus)
PO Box 488
Cary, NC 27512
(919) 380-8816 FAX (919) 460-0263
Email: Dewars1@AOL.com

Knox L. Haynsworth, Jr (Knox) (Emeritus)
Haynsworth Baldwin Johnson & Greaves, LLC
PO Box 10888
Greenville, SC 29603
(864) 241-1800 FAX (864) 241-1861
Email: klh@gvl.haynsworth.com

Daniel A. Fortman (Dan)
Director of Human Resources
Eagle Crusher Company
PO Box 537
Galion, OH 44833
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Email: dfortman@hotmail.com

Paul E. Hoffman (Paul)
Manager, Human Resources Field Operations
Air Products & Chemicals, Inc.
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Allentown, PA 18195
(610) 481-6654 FAX (610) 706-6965
Email: Hoffinape@apci.com

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Special Agent in Charge

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Area Manager, Human Resources
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(318) 583-6805 FAX (318) 583-3121
Email: gjaetzold@westlakegrp.com

Charlyn S. Jarreils (Charlyn)
Director of Labor Relations
Wal-Mart Stores, Inc.
702 SW 8th Street
Bentonville, AR 72716-9646
(501) 273-4456 FAX (501) 277-9770
Email: csjarre@wal-mart.com

Janet Jones (Janet)
14890 Conway Road
Chesterfield, MO 63017
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Email: italia06@aol.com

Robert E. Keller (Bob)
Corporate Director of Employee Relations
R. R. Donnelley & Sons Company
77 W. Wacker Drive
Chicago, IL 60601
(312) 326-7710 FAX (312) 326-7113
Email: robert.keller@rrd.com

Robert J. Kinsella (Bob)
Executive Director
CUE, Inc.
23461 South Pointe Drive, Suite 355
Laguna Hills, CA 92653
(888) 830-4CUE FAX (949) 830-4387
Email: rjkinsella@aol.com

John H. Kirkman (John)
Director, Industrial Relations/EEO
BASF Corporation
3000 Continental Drive - North
Mt. Olive, NJ 07828-1234
(973) 426-2120 FAX (973) 426-2122
Email: kirkmaj@BASF.com

Edward R. Levin (Ed) (LLAC Chair)
Schmeltzer, Aptaker & Shepard, PC
2600 Virginia Avenue, NW, Suite 1000
Washington, DC 20037
(202) 333-8800, x420 FAX (202) 342-3434
Email: ERL@sasiaw.com

Sandra K. Maynard (Sandy)
Human Resources Specialist (Employee Relations)
Toyota Motor Manufacturing, West Virginia, Inc.
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Buffalo, WV 25033
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Email: smaynard@mail.tmmna.com

A. R. Patanella (Tony)
Director, Human Resources & Labor Relations
Snap-On Tools Corporation
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(414) 656-4656 FAX (414) 656-4961
Email: Tony.Patanella@snapon.com

James S. Rogers (Jim)
Vice President, Human Resources
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Tampa, FL 33609
(813) 207-2204 FAX (813) 207-2280
Email: jrogers@ameristeel.com

Rodney C. Sandmeyer (Rod)
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One Sandmeyer Lane
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(215) 464-7100 FAX (215) 676-0625
Email: rcs@SandmeyerSteel.com

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Vice President, Human Resources
North Star BHP Steel Ltd.
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Email: nbstac@nsbhp.com

Cleon C. Streitmatter (Cleon)
Human Resources Manager
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100 N. E. Adams Street, AB3155
Peoria, IL 61629
(309) 675-6032 FAX (309) 675-6700
Email: streicc@cat.com

Patricia Szall (Pat)
Manager, Human Resources & Organizational
Development
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3350 Cumberland Circle, Suite 1400
Atlanta, GA 30339
(770) 421-2083 FAX (770) 421-2065
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Lee Wilkins (Lee)
Corporate Director, Human Resources
The Gorman-Rupp Company
PO Box 1217
Mansfield, OH 44901-1217
(419) 755-1442 FAX (419) 755-1525
Email: Lwilkins@Gormanrupp.com

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

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

Chairman: Andrew T. Meredith

Address: 6850 County Road, #2660
Moutain View, MO 65548

Vice Chairman: Pamela M. Linebarier

Address: 1144 W. Griffin Road
Lakeland, FL 33804

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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

President: Chairman vs. president used

Address: _____

Vice President: Vice Chair vs. VP

Address: _____

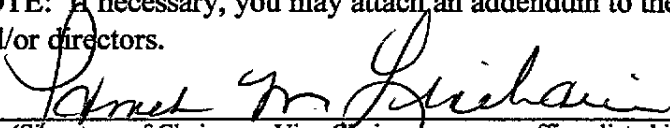
Secretary: Arthur E. Worth

Address: 1703 Sherwood Lakes Blvd., Lakeland, FL 33809

Treasurer: Arthur E. Worth

Address: Same as above

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

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

Pamela M. Linebarier, Vice Chairman
(Typed or printed name and capacity of person signing application)

93 OCT 11 11:00:07
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE (NONPROFIT)

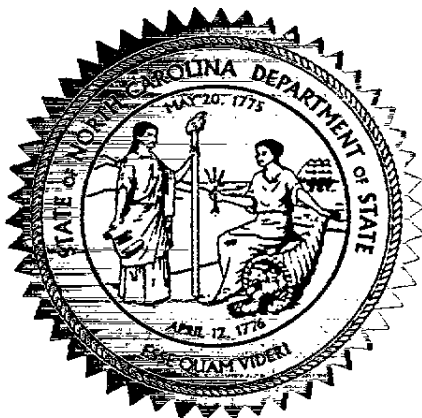
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

CUE, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 4th day of January, 1995, with its period of duration being PERPETUAL .

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Nonprofit Corporation Act; and that the said corporation has **not** filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 1st day of July, 1999.



Elaine F. Marshall

Secretary of State

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SECRETARY OF STATE
FILED
JUL 1 1999
Raleigh, NC