

M99000000760

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: COASTAL PURCHASING LTD

Dear Sir or Madam:

The enclosed Application by Foreign Limited Liability Company for Authorization to transact business in Florida, Certificate of Existence with Status in Good Standing, Affidavit of Membership and Contributions of Foreign Limited Liability Company, Certificate of Registered Agent/Registered Office and Resolutions of the Members of Coastal approving the use of a fictitious name "Coastal Purchasing L.C. and check are submitted to register a foreign limited liability company to transact business in Florida.

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SECRETARY OF STATE
99 MAY 20 PM 12: 06

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Please return all correspondence concerning this matter to the following:

Peggy Szykowny
Hallmark Construction Management, Inc.
424 South 3rd Street
Jacksonville, FL 32250

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-05/12/99--01063--001
***285.00 ***285.00
W99-11343

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

Peggy Szykowny at 904 270 0270 X21.

Street Address
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 14, 1999

PEGGY SZYKOWNY
HALLMARK CONSTRUCTION MANAGEMENT, INC.
424 SOUTH 3RD STREET
JACKSONVILLE, FL 32250

SUBJECT: COASTAL PURCHASING, L.C.
Ref. Number: W99000011343

We have received your document for COASTAL PURCHASING, L.C. and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

Need date first transacted business in Florida #6, or list upon qualification.,

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: 499A00026685

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. Coastal Purchasing, L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
- 2. Ohio
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 91-1918441
(FEI number, if applicable)
- 4. April 14, 1998
(Date of Organization)
- 5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
- 7. 424 South 3rd Street
Jacksonville Beach, FL 32250
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

| NAME & ADDRESS: | TITLE: | NAME & ADDRESS: | TITLE: |
|-------------------------------------|------------|-----------------|--------|
| <u>Anthony S. Manna</u> | <u>MGR</u> | | |
| <u>424 South 3rd Street</u> | | | |
| <u>Jacksonville Beach, FL 32250</u> | | | |
| <u>Andrew M. Howe, V</u> | <u>MGR</u> | | |
| <u>424 South 3rd Street</u> | | | |
| <u>Jacksonville Beach, FL 32250</u> | | | |
| <u>Cullen Richart</u> | <u>MGR</u> | | |
| <u>424 South 3rd Street</u> | | | |
| <u>Jacksonville Beach, FL 32250</u> | | | |

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Coastal Purchasing, L. C.

2. The name and the Florida street address of the registered agent and office are:

Andrew M. Howe, V

(Name)

424 South 3rd Street

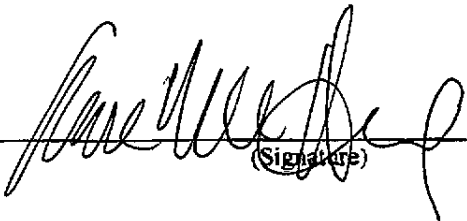
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Jacksonville Beach FL 32250

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

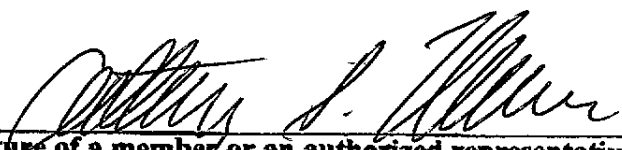

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of Coastal
Purchasing, L. C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ --;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,000.00
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.
 (In accordance with section 608.408(3), Florida Statutes, the execution of this
 affidavit constitutes an affirmation under the penalties of perjury that the facts
 stated herein are true.)

 Anthony S. Manna
 Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit

**RESOLUTIONS BY THE UNANIMOUS
WRITTEN CONSENT OF THE MEMBERS OF
COASTAL PURCHASING, LTD.**

May 5, 1999

The undersigned, being all of the Members of Coastal Purchasing, Ltd., a Nevada limited liability company (the "Company"), do hereby adopt the following resolutions by their unanimous written consent:

RESOLVED, that the Company wishes to register as a foreign limited liability company in the State of Florida.

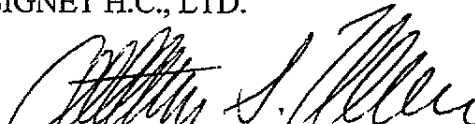
RESOLVED FURTHER, that the current name of the Company is insufficient to apply as a foreign limited liability in the State of Florida and as such the Company is authorized to transact business within the State of Florida under the fictitious name of "Coastal Purchasing, L.C."

RESOLVED FURTHER, that the Company authorizes its Chairman, Anthony S. Manna and its President, Andrew M. Howe, V, to perform any and all acts and complete and execute any and all documents necessary to register the Company as a foreign limited liability company with the State of Florida.


IN WITNESS WHEREOF, the undersigned, being all of the Members of Coastal Purchasing, Ltd., hereby adopt the foregoing Resolutions of the Company by their unanimous written consent effective as of the date first written above.

MEMBERS:

SIGNET H.C., LTD.



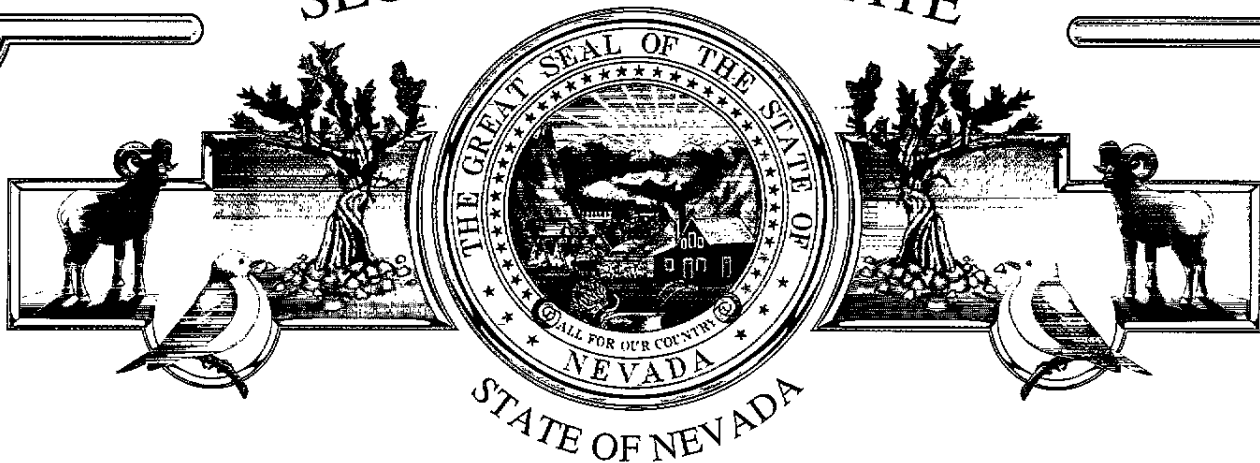
Anthony S. Manna, Chairman



Cullen Richart

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SECRETARY OF STATE



**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **COASTAL PURCHASING, LTD.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 14, 1998, and is in good standing in this state.

FILED
SECRETARY OF STATE
MAY 20 1999

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on March 18, 1999.



Dean Heller
Secretary of State

By

Acqueline Wray
Certification Clerk