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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRS
12/1

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Kolberg-Pioneer, 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:

Pam Hallum

(Name of Person)

Chambliss Bahner & Stophel, P.C.

(Firm/Company)

1000 Tallan Building, Two Union Square

(Address)

Chattanooga, TN 37402

(City/State and Zip code)

For further information concerning this matter, please call:

Pam Hallum

at (423) 321-0429

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

**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. Kolberg-Pioneer, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. TN 3. 62-1716160
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/30/1997 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification - please see attached letter
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4101 Jerome Avenue, Chattanooga, TN 37407
(Principal office address)
1725 Shepherd Road, Chattanooga, TN 37421
(Current mailing address)

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

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.
Office Address: 2731 Executive Park Dr., Ste 4
Weston, Florida 33331
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

NRAI Services, Inc.

Eileen Chaddock
(Registered agent's signature) Eileen Chaddock, Special Asst. Secretary

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 business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: J. Don Brock

Address: 4101 Jerome Avenue
Chattanooga, TN 37407

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Vice Chairman:

Address:

Director: Joseph P. Vig

Address: 700 W. 21st Street
Yankton, SD 57078

Director: F. McKamy Hall

Address: 1725 Shepherd Road
Chattanooga, TN 37421

B. OFFICERS

President: Joseph P. Vig

Address: 700 W. 21st Street
Yankton, SD 57078

Vice President:

Address:

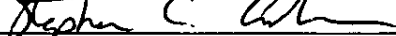
Secretary: Stephen C. Anderson

Address: 1725 Shepherd Road, Chattanooga, TN 37421

Treasurer: F. McKamy Hall

Address: 1725 Shepherd Road, Chattanooga, TN 37421

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Stephen C. Anderson, Secretary
(Typed or printed name and capacity of person signing application)



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TALLAHASSEE FLORIDA

STATE OF TENNESSEE

Tre Hargett, Secretary of State
Division of Business Services

William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

CFS

992 DAVIDSON DRIVE
SUITE B
Nashville, TN 37205

November 23, 2010

Request Type: Certificate of Existence/Authorization
Request #: 0025979

Issuance Date: 11/23/2010
Copies Requested: 1

Document Receipt

Receipt #: 279906

Filing Fee: \$20.00

Payment-Account - CFS, NASHVILLE, TN

\$20.00

Regarding: KOLBERG-PIONEER, INC.

Filing Type: Corporation For-Profit - Domestic

Charter/Qualification Date: 10/30/1997

Status: Active

Duration Term: Perpetual

Control #: 339877

Date Formed: 10/30/1997

Formation Locale: Hamilton County

Inactive Date:

CERTIFICATE OF EXISTENCE

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

KOLBERG-PIONEER, INC.

* is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;

* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;

* has filed the most recent corporation annual report required with this office;

* has appointed a registered agent and registered office in this State;

* has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

Tre Hargett, Secretary of State
Business Services Division

Processed By: Nichole Hambrick



CHAMBLISS, BAHNER & STOPHEL, P.C.

MERITAS LAW FIRMS WORLDWIDE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1000 Tallan Building
Two Union Square
Chattanooga, TN 37402
Tel 423.756.3000
www.cbslawfirm.com

E. Stephen Jett
Tel 423.757.0229
Fax 423.508.1229
sjett@cbslawfirm.com

November 24, 2010

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Foreign Business Corporation - Certificate of Authority Application

Dear Sir or Madam:

Enclosed for filing with your office are an original and a copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida of Kolberg-Pioneer, Inc., a Tennessee corporation. Also enclosed is a Certificate of Existence issued by the Tennessee Secretary of State on behalf of Kolberg-Pioneer, Inc.

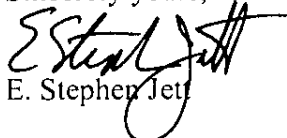
Our firm's check in the amount of \$70 is enclosed to cover the filing fee.

Also enclosed is a letter from your office dated October 18, 2010 concerning whether or not our client's activities in Florida constitute "transacting business" in the state of Florida. Our client believes that, as a technical matter, it is not currently "doing business" in the state of Florida. Its only nexus is the solicitation of orders which require acceptance outside the state of Florida before they become contracts. Nonetheless, our client has complied with Florida tax requirements, including the payment of income taxes, and desires to qualify to do business in Florida as a precautionary measure.

Once the Certificate of Authority has been filed, please return a filed, stamped copy to me in the self-addressed, pre-stamped envelope enclosed for your convenience.

Thanks very much. If you have any questions or need further information, please let me know.

Sincerely yours,



E. Stephen Jett

ESJ:pbh
Enclosures