FOODOOH

To: Qualification/Tax Lien Section Division of Corporations						
SUBJECT: Marlin Services, 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: C. Michael Norton C. Michael Norton *****87.50 *****87.50						
(Name of Person)						
Wyatt, Tarrant & Combs						
(Firm/Company)						
1500 Nashville City Center, 511 Union Street						
(Address)						
Nashville, TN 37219						
(City/State/Zip)						
Should you need to call someone concerning this matter, please call:						
C. Michael Norton at (615) 251-6744 Name Availability						
(Name of Person) (Area Code & Daytime Telephone Number) Whether						
Exami						
Updated						
STREET ADDRESS: MAILING ADDRESS: Lipdxer						
Qualification/Tax Lien Section Qualification/Tax Lien Section Division of Corporations Qualification/Tax Lien Section Verkyer Verkyer Acknowledgement						
409 E. Gaines St. P.O. Box 6327						
Tallahassee, FL 32399 Tallahassee, FL 32314 W. F. W.						
Enclosed is a check for the following amount:						
□ \$70.00 Filing Fee □ \$78.75 Filing Fee & □						

WYATT, TARRANT & COMBS

1500 Nashville City Center

511 Union Street

NASHVILLE, TENNESSEE 37219-1750

615 244-0020 Fax: 615 256-1726

CITIZENS PLAZA LOUISVILLE, KY 40202-2898 502 589-5235 1700 Lexington Financial Center Lexington, KY 40507-1746 606 233-2012 TAYLOR-SCOTT BUILDING FRANKFORT, KY 40601-1807 502 223-2104 ELSBY BUILDING NEW ALBANY, IN 47150-3440 29 Music Square East Nashville, TN 37203-4322 615 255-6161

313 E. MAIN STREET, SUITE I HENDERSONVILLE, TN 37075-2546 615 822-8822 6075 Poplar Avenue, Suite 650 Memphis, TN 381:9-4721 901 537-1000 10368 WALLACE ALLEY STREET, SUITE 6 KINGSPORT, TN 37663-3977 423 279-1825

WRITER'S DIRECT DIAL NUMBER 615.251.6744

December 29, 1999

VIA FEDERAL EXPRESS

Office of the Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re:

SFMF Holdings, Ltd.

Dear Sir:

Enclosed herewith are the following documents for filing in your office:

- 1. Marlin Services, Inc. Application by Foreign Corporation for Authorization to Transact Business in Florida Filing Fee \$87.50
- 2. SFMF Holdings, Ltd. Certificate of Limited Partnership Filing Fee \$1,785.00
- 3. Articles of Merger SFMF Holdings, L.P. into SFMF Holdings, Ltd. Filing Fee \$105

Please contact the undersigned with any questions.

Sincerely,

Conichael orta

C. Michael Norton

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.

words or abbre natural person o	viations of like import in language as will or partnership if not so contained in the n	ame at presen	t.)			
2. Tenne	= = · · <u>· · · · · · · · · · · · · · · ·</u>	3,	62-1574967			
(State or country	y under the law of which it is incorporate	d)	(FEI number, if applicable)			
4. 7/29/	'QA S	Per	petual			
	s of incorporation)		Year corp. will cease to exist or "perpetual")			
6. 12/30	/99					
(Date firs	transacted business in Florida.) (SEE S	ECTIONS 60	7.1501, 607.1502 and 817.155, F.S.)	_		
7. 301 Will	ow Bough Lane					
	Hickory, TN 37138		,			
	(Current mailing	address)				
9. Name and st	(s) of corporation authorized in home stateet address of Florida registered K. Hope Wright 9450 Old Dixie Highway	agent: (P.C	mited partnership, any lawful to be carried out in state of Florida) D. Box or Mail Drop Box NOT acceptable - Florida, 33403		ຼິດ ປຣວ 30 'PN 5: 00	
	Lake Fark		(Zip code)		3	
10. Registered	agent's acceptance:					
this application, i	I hereby accept the appointment as regis	tered acent a	ss for the above stated corporation at the place ind agree to act in this capacity. I further agre verformance of my duties, and I am familiar wi	<i>e to co</i> mp	цy	

K. Hope Wright

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)

DIREC'	TORS (Street address only - P.O. Box NOT acceptable)	
irman: .		
ress: _		
Chairn	nan:	
ress:		
ctor:	John W. Marlin	
ress: _	301 Willow Bough Lane	
	Old Hickory, TN 37138	
ctor: _		
iress: _		<u>_</u>
sident: _	GERS (Street address only - P.O. Box NOT acceptable) John W. Marlin 301 Willow Bough Lane	
	Old Hickory, TN 37138	
– Preside	ent:	· · · · · · · · · · · · · · · · · · ·
		7 7
retary:	Patricia Marlin	
iress: _	301 Willow Bough Lane	
	Old Hickory, TN 37138	9
asurer:		
dress:		
_		
– OTE: 1f	necessary you may attach an addendum to the application listing additional officers and/or directors.	
•	Min W. Maili	-
	(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	-
•	John W. Marlin (Typed or printed name and capacity of person signing application)	

Secretary of State **Corporations Section** James K. Polk Building, Suite 1800 Nashville, Tennessee 37243-0306

ISSUANCE DATE: 12/27/1999
REQUEST NUMBER: 993611001
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 07/29/1994 STATUS: ACTIVE CORPORATE EXPIRATION DATE: PERPETUAL CONTROL NUMBER: 0282048 JURISDICTION: TENNESSEE

ŴŸÅTT TARRANT & COMBS 1500 NASHVILLE CITY CENTER NASHVILLE, TN 37219-1750 REQUESTED BY: WYATT TARRANT & COMBS 1500 NASHVILLE CITY CENTER NASHVILLE, TN 37219-1750

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"MARLIN SERVICES, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE INCORPORATION AND DURATION AS GIVEN ABOVE; THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE EXISTENCE OF THE CORPORATION HAVE BEEN PAID; THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED WITH THIS OFFICE; AND THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED THE LAW OF THIS STATE WITH DATE OF

FOR: REQUEST FOR CERTIFICATE

___ON DATE: 12/27/99

WYATT TARRANT & COMBS (NASHVILLE CITY CT 1500 NASHVILLE CITY CENTER, 511 UNION NASHVILLE, TN 37219-1750

FEES \$40.00 RECEIVED:

\$0.00

TOTAL PAYMENT RECEIVED:

\$40.00

RECEIPT NUMBER: 00002585560 ACCOUNT NUMBER: 00086973

RILEY C. DARNELL SECRETARY OF STATE