

F00000004438

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 8/17

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*****70.00 *****70.00

Corporation(s) Name

ATkins Benham, Inc
To prepare and all necessary documents for

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mgmt
<input type="checkbox"/> LLC	<input type="checkbox"/> Withdrawal	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> UBR	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Ch. RA
<input type="checkbox"/> UCC <input type="checkbox"/> 1 or <input type="checkbox"/> 3		

***Special Instructions**

BR 47

<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Arts/ameds/mergers <input type="checkbox"/> Other-See Above		

<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait
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STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG -7 AM 11:57

RECEIVED

Please Return Filed Stamped
Copies To:

Jeffrey Butterfield

Thank You!

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Atkins Benham, 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:

Glenn E. Ricks

(Name of Person)

Atkins Benham, Inc.

(Firm/Company)

9400 N. Broadway

(Address)

Oklahoma City, OK 73114

(City/State/Zip)

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

Glenn E. Ricks

(Name of Person)

at (405) 478-5353

(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

FILED
DIVISION OF CORPORATIONS
00 AUG -7 PM 2:49

**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.*

00 AUG -7 PM 2:19
DIVISION OF CORPORATIONS
FLORIDA STATE

1. Atkins Benham, 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. Delaware 3. 73-0790103
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 02/11/1970 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 9400 N. Broadway, Oklahoma City, OK 73114
(Current mailing address)
8. To engage in any and all lawful acts or activities permitted by law.
(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 or Mail Drop Box **NOT** acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

By: Sam L. [Signature]

(Registered agent's 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.

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: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

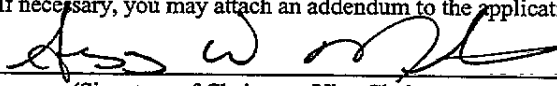
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Gregory W. Meacham, Corporate Senior Vice President
(Typed or printed name and capacity of person signing application)

ATKINS BENHAM, INC. (DE)

Directors:

		Office Address
Michael M.E. Jeffries	Chairman	1
William E. Allison		2
Ian R. Purser		2

Officers:

William E. Allison	President & Chief Executive Officer	2
Webster L. Benham III	Corporate Senior Vice President	2
Steven D. Bingham	Chief Financial Officer & Treasurer	2
Terry L. Helms	Corporate Senior Vice President	3
Charles L. King	Corporate Senior Vice President	2
Gregory W. Meacham	Corporate Senior Vice President	2
Kenneth A. Nelson	Corporate Senior Vice President	2
Ian R. Purser	Corporate Senior Vice President & Chief Operating Officer	2
Larry W. Roach	Corporate Senior Vice President	2
Richard P. Vestal	Corporate Senior Vice President	4
Daniel E. Bielski	Corporate Vice President	5
Dwight L. Cockrum	Corporate Vice President	6
Thomas D. Roach	Corporate Vice President	7
Herschel J. Roberts	Corporate Vice President	8
S. Donnell Whitman	Corporate Vice President	9
Kenneth W. Young	Corporate Vice President	10
Steven P. Boben	Division Vice President & Assistant Corporate Secretary	3
Gary L. Camahan	Division Vice President	11
Melvin D. Chapman	Division Vice President	9
Donald T. Gunning	Division Vice President	2
Douglas A. Hartwig	Division Vice President	2
Lee C. Kreh	Division Vice President & Assistant Corporate Secretary	4
Michael G. Macy	Division Vice President	6
Mark L. Matheson	Division Vice President & Assistant Corporate Secretary	12
Gary J. Raczk	Division Vice President & Assistant Corporate Secretary	5
Steven W. Sauer	Division Vice President & Assistant Corporate Secretary	3
Douglas C. Shaw	Division Vice President & Assistant Corporate Secretary	5
Vernon L. Trevathan	Division Vice President	4
Jeffery L. Whelan	Division Vice President & Assistant Corporate Secretary	10
Michael D. Wright	Division Vice President	9
T. Joyce Chambliss	Staff Vice President	2
James W. Mock	Staff Vice President	2
Betsy M. Pain	Staff Vice President & Assistant Corporate Secretary	8
Glenn E. Ricks	Staff Vice President	2
Ronald F. Schwarz	Controller	2
Donna M. Cantrell	Corporate Secretary	2

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DIVISION OF CORPORATIONS
STATE OF DE

Steven L. Ancik	Assistant Corporate Secretary	2
Larry L. Block	Assistant Corporate Secretary	4
Richard A. Clark	Assistant Corporate Secretary	6
Ronald L. Coker	Assistant Corporate Secretary	9
William E. Gustafson	Assistant Corporate Secretary	7
Robert H. Kastens	Assistant Corporate Secretary	2
Florentino J. Mendez	Assistant Corporate Secretary	2
Robert W. Mrozinski	Assistant Corporate Secretary	7
Robert C. Nichols	Assistant Corporate Secretary	7
Vicki S. Wells	Assistant Corporate Secretary	2

Office Address:

- 1 Woodcote Grove, Ashley Road, Epsom, Surrey KT18 5BW England
- 2 9400 N. Broadway, Oklahoma City, OK 73114
- 3 800 East Minnehaha Avenue, Suite 500, St. Paul, MN 55106
- 4 3668 S. Geyer Road, Suite 100, St. Louis, MO 63127-1243
- 5 1250 Pontiac Trail, Walled Lake, MI 48390
- 6 2488 East 81st Street, Suite 8000, Tulsa, OK 74137
- 7 2228 West Northern Avenue, Suite B-202, Phoenix, AZ 85021
- 8 3700 W. Robinson, Ste. 200, Norman, OK 73072
- 9 2488 East 81st Street, Suite 6000, Tulsa, OK 74137
- 10 2145 Barrett Park Drive, Ste. 103, Kennesaw, GA 30144
- 11 210 Town Center SE, Bella Vista, AR 72714
- 12 2145 Barrett Park Drive, Ste. 104, Kennesaw, GA 30144

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 SECRETARY OF STATE
 UNITED STATES OF AMERICA

State of Delaware
Office of the Secretary of State

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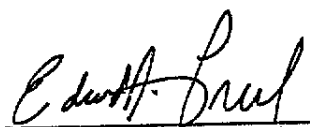
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -7 PM 2:49

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATKINS BENHAM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

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AUTHENTICATION:

0576420

DATE:

07-24-00