

CT CORPORATION SYSTEM

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01 MAR 27 PM 12:59
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TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Trader Distribution Services, Inc.

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

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopies | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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DIVISION OF CORPORATION

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Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/27/01

Order#: 3879391

Ref#:

Amount: \$

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

3/27

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**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*

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1. Trader Distribution Services, 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. California 3. 33-0302477
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/01/1988 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 100 West Plume Street, Norfolk, Va 23510
(Principal office address)
same
(Current mailing address)
8. Distribution of advertising periodicals
(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
(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.

By: Mark Dittenbaugh
C T Corporation System
(Registered agent's signature) Mark Dittenbaugh
Asst. VP

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:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

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. _____

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

14. _____

(Typed or printed name and capacity of person signing application)

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Trader Distribution Services, inc.
List of Officers & Directors

Britton A. Reid
Chairman

Business Address: 100 West Plume Street
Norfolk, VA 23510
Residence Address: 1077 Caton Road
Virginia Beach, VA 23454

Nigel Donaldson
Director

Business Address: 100 West Plume Street
Norfolk, VA 23510
Residence Address: 3030 McKinney, #806
Dallas, TX 75204

Conrad M. Hall

Director & Vice President

Business Address: 100 West Plume Street
Norfolk, VA 23510
Residence Address: 940 Jamestown Crescent
Norfolk, VA 23508

Norman W. Hoffmann

Director, Vice President & Secretary

Business Address: 100 West Plume Street
Norfolk, VA 23510
Residence Address: 801 North Villier Court
Virginia Beach, VA 23452

Lee S. Mednikow

President

Business Address: 100 West Plume Street
Norfolk, VA 23510
Residence Address: 720 Vanderbilt Avenue
Virginia Beach, VA 23451

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Catherine B. Cherry

Vice President

Business Address: 100 West Plume Street
Norfolk, VA 23510

Residence Address: 6016 Eastwood Terrace
Norfolk, VA 23508

Michael E. Askew

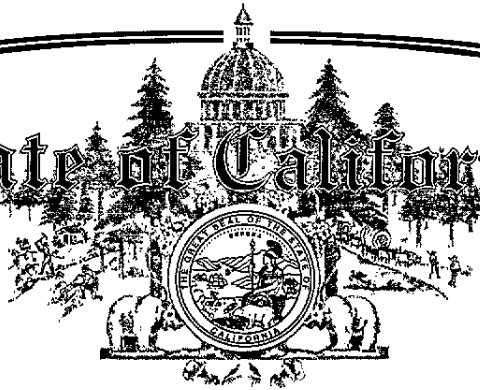
Treasurer, Assistant Secretary

Business Address: 100 West Plume Street
Norfolk, VA 23510

Residence Address: 2601 Broad Acres Way
Virginia Beach, VA 23456

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TALLAHASSEE, FLORIDA

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

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TALLAHASSEE, FLORIDA

I, BILL JONES, Secretary of State of the State of California, hereby certify

That on the **1st day of July, 1988**, **TRADER DISTRIBUTION SERVICES, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of March 22, 2001.



Bill Jones
BILL JONES
Secretary of State

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