

6.
FOI 000000 1992

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Davis & Company, Ltd.
(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:

CAROL DICARO, ACCOUNTING
(Name of Person)

DAVIS & COMPANY, LTD.
(Firm/Company)

P.O. Box 359
(Address)

LISLE, IL 60532
(City/State and Zip code)

700003910547--6
-03/26/01--01147--011
*****70.00 *****70.00

wal-7004

For further information concerning this matter, please call:

CAROL DICARO at (630) 852-7944
(Name of Person) (Area Code & Daytime Telephone Number)

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

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

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REGISTRATION SECTION
TALLAHASSEE, FLORIDA

cmth
4/12



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 28, 2001

CAROL DICARO
PO BOX 359
LISLE, IL 60532

SUBJECT: DAVIS & COMPANY LTD.
Ref. Number: W01000007004

We have received your document for DAVIS & COMPANY LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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: 001A00018633

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Frank Taft do hereby certify
(Name)

that this Resolution of the Board of Directors of Davis & Company, Ltd.


(Corporate Name)

a corporation duly organized and existing under the laws of the State of Illinois
was duly adopted on April 12th, 2001.

Be it resolved, that Davis & Company, Ltd.
(Corporate Name)

organized and existing in the State of Illinois, hereby adopts the name
Davis & Company (Ft. Lauderdale), Ltd. for use in Florida.

Dated: 4/12/01


Signature of either Chairman, Vice Chairman or any officer

Frank Taft
Type or print name

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Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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. Davis & Company L.T.D.
(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. Illinois 3. 36-3054285
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/1/1979 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/01/2001
(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. 1989 University Lane, Suite I, Lisle, IL 60532
(Principal office address)
P.O. Box 359, Lisle, IL 60532
(Current mailing address)

8. MARINE SURVEYING & CONSULTING
(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: William Hayden
Office Address: 724 Pennsylvania Avenue
Ft. Lauderdale, Florida 33312
(City) (Zip code)

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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.

William Hayden
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Frank Taft

Address: 1989 University Lane, Suite I
Lisle, IL 60532

Director: N/A

Address: _____

B. OFFICERS

President: Gregory T. Davis

Address: 1989 University Lane, Suite I
Lisle, IL 60532

Vice President: Frank Taft

Address: 1989 University Lane, Suite I
Lisle, IL 60532

Secretary: Christine E. Davis

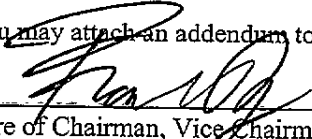
Address: 1989 University Lane, Suite I, Lisle, IL 60532

Treasurer: N/A

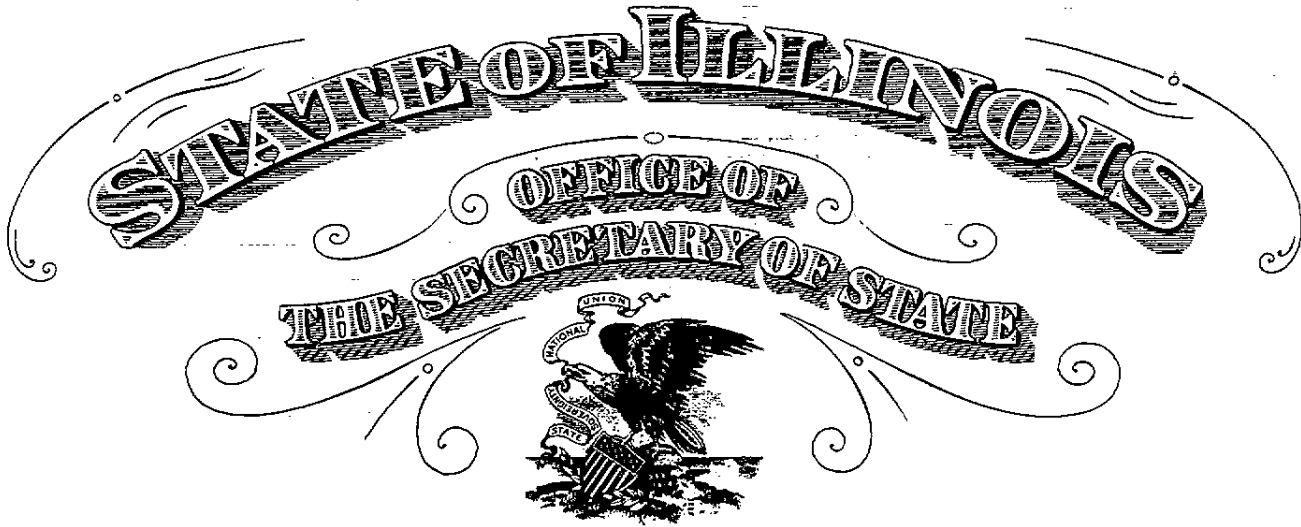
Address: _____

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SECRETARY'S OFFICE
MADISON COUNTY, ILLINOIS

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. Frank Taft, Vice President
(Typed or printed name and capacity of person signing application)



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

DAVIS & COMPANY LTD., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE OCTOBER 1, 1979, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS***

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SECRETARY OF STATE
JESSE WHITE

In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 15TH day of FEBRUARY A.D. 2001



Jesse White

SECRETARY OF STATE