

FOI 0000003758

Capitol Services, Inc.

Requester's Name

1406 Hays St., Suite 2

Address

Tallahassee, FL 32301

City/State/Zip

(850) 878-4734

Phone #

Kathi/Brent

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Nevis, Inc.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



Mail out



Pick up time



Will wait



Photocopy



Certified Copy



Certificate of Status

NEW FILINGS



Profit



Not for Profit



Limited Liability



Domestication



Other

OTHER FILINGS



Annual Report



Fictitious Name

AMENDMENTS



Amendment



Resignation of R.A., Officer/Directo



Change of Registered Agent



Dissolution/Withdrawal



Merger

REGISTRATION/QUALIFICATION



Foreign



Limited Partnership



Reinstatement



Trademark



Other

FILED

01 JUL -3 AM 11:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

800004458028--2
-07/03/01--01050--014
*****78.75 *****78.75

RECEIVED

01 JUL -3 AM 11:19

DIVISION OF CORPORATION

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 3, 2001

Please backdate

Resubmit
Resolution attached
"Nevis Gear, Inc."

CAPITOL SERVICES

TALLAHASSEE, FL

SUBJECT: NEVIS, INC.
Ref. Number: W01000015314

We have received your document for NEVIS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.,

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION DOCUMENT SPECIALIST indicated.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 401A00039725

2001 JUL 17 10:53
TO ATTENTION DOCUMENT SPECIALIST
SUFFICIENT
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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WRITTEN CONSENT

OF THE SOLE

DIRECTOR

OF

NEVIS, INC.

The undersigned, being the sole Director of **Nevis, Inc.**, a Delaware corporation, (the "Corporation"), hereby takes the following actions and, pursuant to the provisions of the General Corporation Law of the State of Delaware and the By-Laws of the Corporation, adopt the following resolution by written consent in lieu of a meeting:

RESOLVED, that for the purpose of authorizing the Corporation to do business in any state, territory or dependency of the United States or any foreign country in which it is necessary or expedient for this Corporation to transact business, the proper officers of the Corporation be, and they hereby are, authorized to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices and, under corporate seal or otherwise, to make and file all necessary certificates, reports, powers of attorney and other instruments as may be required by the laws of such state, territory, dependency or country to authorize the Corporation to transact business therein and withdraw therefrom; to revoke any appointment of agent or attorney for service of process, and to file such certificates, reports, revocations of appointment, or surrender of authority as may be necessary to terminate the authority of the Corporation to do business in any such state, territory, dependency or country.

RESOLVED, that for the purpose of authorizing the Corporation to do business in the State of Florida, the proper officers of the Corporation be, and they hereby are, authorized to file with the Secretary of State of Florida, an "Application By Foreign Corporation For Authorization To Transact Business In Florida" on behalf of the Corporation, under the name "Nevis Gear, Inc." in the event the name of the Corporation is not available.

RESOLVED, that the proper officers of the Corporation be, and they hereby are, authorized and directed to take all such further action and to execute and deliver all such further agreements, instruments and documents in the name and on behalf of the Corporation and under its corporate seal or otherwise, and to pay all such expenses and taxes, as in their judgment shall be necessary, proper or advisable in order to carry out fully the intent and accomplish the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned has executed this Consent as of the 11th day of
July, 2001.



Rudy C. Theale, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Nevis, 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. 59-3719904
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 2, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 333 North First Street - Suite 205
Jacksonville Beach, FL 32250
(Current mailing address)


8. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware
(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: Rudy C. Theale, Jr.
Office Address: 333 North First Street - Suite 205
Jacksonville Beach, Florida, 32250
(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.


(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)

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TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Director: Rudy C. Theale, Jr.

~~Chairman:~~

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

Director: Robert Hendricks

~~Vice Chairman:~~

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

Director: Paul K. Danner

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

Director: Rudolph G. Theale

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

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

CEO: Rucy C. Theale, Jr.

~~President:~~

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

Vice President:

Address:

Secretary: Paul K. Danner

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

Treasurer: Paul K. Danner

Address: 333 North First Street - Suite 205

Jacksonville Beach, FL 32250

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.

Rudy C. Theale, Jr., - Chief Executive Officer

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

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEVIS, 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-NINTH DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEVIS, INC." WAS INCORPORATED ON THE SECOND DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3375999 8300

AUTHENTICATION: 1219640

010315442

DATE: 06-29-01