

FOI 0000004704^{5.}

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: REDEMPTION DESIGN, 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:

WILLIAM M. JOHNSTON (Name of Person) 200004487882--3
REDEMPTION DESIGN, INC (Firm/Company) -07/20/01--01075--003
645 WEST START STREET (Address) *****70.00 *****70.00
LEXINGTON, KY 40508-1246 (City/State and Zip code) W6L-16909

For further information concerning this matter, please call:

William Johnston at (859) 229-8265
(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

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TALLAHASSEE, FLORIDA

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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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 23, 2001

WILLIAM M JOHNSTON
645 WEST SHORT STREET
LEXINGTON, KY 40508-1246

SUBJECT: REDEMPTION DESIGN, INC.
Ref. Number: W01000016909

We have received your document for REDEMPTION DESIGN, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6097.

Michael Mays
Document Specialist

Letter Number: 201A00042812

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TALLAHASSEE, FLORIDA

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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.

- 1. REDEMPTION DESIGN, 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. KENTUCKY
(State or country under the law of which it is incorporated)
- 3. 61-1388633
(FEI number, if applicable)
- 4. 4-19-2001
(Date of incorporation)
- 5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
- 6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and 617.155, F.S.)
- 7. 645 WEST SMART STREET
(Principal office address)
LEXINGTON, KENTUCKY 40508-1246
(Current mailing address)
- 8. SALE OF STAINED GLASS, MOSAIC ARTWORK
(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: AGENTS & CORPORATIONS, INC.
Office Address: SUITE E; 773 4TH AVE. N.
NAMES, Florida 34102
(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.

David N Williams
(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.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: H. B. CLARK

Address: 640 BALLARD ST
LEXINGTON, KY 40508

Vice Chairman: W.M. JOHNSON

Address: 645 WEST SHORT ST
LEXINGTON, KY 40508

Director: S. C. JOHNSON

Address: 645 WEST SHORT ST
LEXINGTON, KY 40508

Director: _____

Address: _____

B. OFFICERS

President: H. B. CLARK

Address: 640 BALLARD ST
LEXINGTON, KY 40508

Vice President: S. C. JOHNSON

Address: 645 WEST SHORT ST
LEXINGTON, KY 40508

Secretary: W.M. JOHNSON

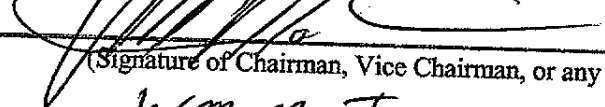
Address: 645 WEST SHORT STREET, LEXINGTON, KY

Treasurer: W.M. JOHNSON

Address: 645 WEST SHORT ST, LEXINGTON, KY 40508-1246

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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. W.M. JOHNSON, SEC/TREAS
(Typed or printed name and capacity of person signing application)



John Y. Brown III
Secretary of State
Certificate of Existence

I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

REDEMPTION DESIGN, INC.

is a corporation duly organized and existing under KRS Chapter 271B, whose date of incorporation is April 19, 2001 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 3rd day of August, 2001.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John Y. Brown, III

JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky
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