



F02000000988

ACCOUNT NO. : 072100000032

REFERENCE : 355598 4709910

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : February 5, 2002

ORDER TIME : 1:28 PM

ORDER NO. : 355598-005

CUSTOMER NO: 4709910

CUSTOMER: Ms. Leigh L. Malone
Office Depot, Inc.
P.O. Box 152388
Tax Department
Cape Coral, FL 33915-2388

500005001855--0
-02/25/02--01038--023
*****78.75 *****78.75

RECEIVED
02 FEB -6 PM 2:58
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: OD AVIATION, INC.

500005001855--0
-02/25/02--01038--022
***1950.00 ***1950.00

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

ADM- 1,950.00
CF 70.00
CERT 8.75

W32-3670
FILED
02 FEB -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office DEPOT

February 6, 2002

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
02 FEB -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: OD Aviation, Inc.

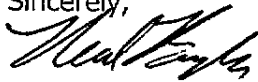
To Whom It May Concern:

Enclosed is an Application by Foreign Corporation for Authorization to Transact Business in Florida for OD Aviation, Inc., a wholly owned subsidiary of Office Depot, Inc.

The corporation was incorporated in Delaware in December 1998 and began operating effective January 1, 1999. The necessary registration documents were filed with the Department of Revenue on 12/31/98. The documents for qualification with the Secretary of State's office were completed but apparently never filed due to inadvertence. The corporation was unaware of this inconsistency until now. The corporation lost several members of the tax department responsible for the filings of such documents at the same time OD Aviation began operations. It was OD Aviation's original intention to properly qualify with the State.

Taxpayer respectfully requests, based on the excellent filing history of its parent company, Office Depot, Inc., that the penalty for late filing of this application be waived. Thank you for your consideration in this matter.

Sincerely,



Neal Beylus
Associate Tax Counsel

TO: Gerry York, General Counsel's Office
FROM: Brenda L. Tadlock, Registration Section
DATE: February 7, 2002
SUBJECT: OD AVIATION, INC.
REFERENCE: W02000003670

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02 FEB -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

561 438-7994

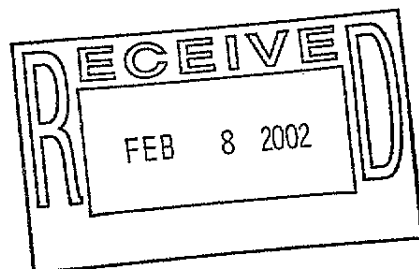
The attached documents and correspondence are being forwarded to you for appropriate handling.

Please note the attached documents appear to meet the filing requirements stipulated in Chapter 607, Florida Statutes, with the exception of any penalty or annual report fees that may be due this office.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

/blt

Attachments





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02 FEB - 6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
OFFICE OF THE GENERAL COUNSEL

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER: 561-438-7994

Please deliver the following pages to:

NAME: Neal Beylus, Associate Tax Counsel

COMPANY: Office Depot

CITY/STATE: Delray Beach, Florida

SENDER: Gerard T. York, Esq.,
Assistant General Counsel

DATE/TIME: 02/08/02 1:31 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/245-6127

COMMENTS: This communication is in response to your letter dated February 6, 2002 regarding annual report fees and statutory penalties which would be assessed against OD Aviation, Inc., under section 607.1502(4), Florida Statutes.

The application received indicates OD Aviation, Inc., has transacted business in Florida since 1999. Accordingly, an amount of \$3450.00 is due, reflecting annual report fees of \$450.00 and statutory penalties of \$3000.00. We would, however, offer to settle the issue of annual report fees and foreign non-qualified penalties from OD Aviation, Inc., for the sum of \$1950.00, reflecting annual report fees from 1999 of

\$450.00 and penalties from 1999 of \$1500.00 assessed at the statutory minimum of \$500.00 per year. This offer remains in effect until March 29, 2002 .

Upon completion of the application and receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue OD Aviation, Inc., a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me at 850-245-6514 should you have any questions.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

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02 FEB-6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
OFFICE OF THE GENERAL COUNSEL

FILED
02 FEB - 6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER: 561-438-7994

Please deliver the following pages to:

NAME: Neal Beylus, Associate Tax Counsel

PLACE: Delray Beach, Florida

SENDER: Gerard York, Assistant General Counsel (850) 245-6514

DATE: February 20, 2002

TIME: 4:58 PM

NUMBER OF PAGES (including transmittal sheet): 4

FROM FAX: (850) 245-6127

COMMENTS: Per my conversation with Brenda Tadlock yesterday.

LL-10 • The Capitol • Tallahassee, Florida 32399-0250



Department of State

Memorandum Office of the General Counsel

FILED
02 FEB -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: February 22, 2002

RE: O. D. Aviation, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1998 of \$450.00 and foreign non-qualified penalties for the same period of \$ 1500.00 assessed at the statutory minimum of \$ 500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

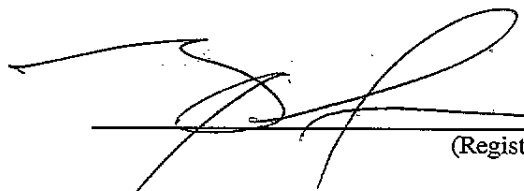
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

FILED
FEB -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. OD Aviation, 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 natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 65-0898123
(FEI number, if applicable)
4. December 4, 1998
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1999
(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. 2200 Old Germantown Road, Delray Beach, FL 33445
(Principal office address)
- SAME
(Current mailing address)
8. Aircraft Operation and Maintenance
(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: CORPORATION SERVICE COMPANY
Office Address: 1201 HAYS STREET
TALLAHASSEE, Florida 32301
(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.



Brian Courtney
Asst. V. Pres.

(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: David Fannin

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

Vice Chairman: Jay Crosson

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

Director: Jeffrey H. Aiken

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

Director: Brian Dan

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

B. OFFICERS

President: David Fannin

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

Vice President: Jay Crosson

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

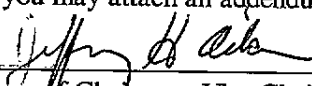
Secretary: Brian Dan (and Vice President)

Address: 2200 Old Germantown Road, Delray Beach, FL 33445

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. Jeffrey H. Aiken, Sr. Vice President

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

FILED
02 FEB -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OD Aviation, Inc.
Additional Officers

Jeffrey H. Aiken
2200 Old Germantown Road
Delray Beach, FL 33445

Sr. Vice President

FILED
02 FEB -6 PM 4 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

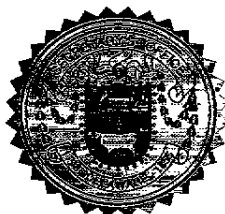
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OD AVIATION, INC." IS DELAWARE 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 FIFTH DAY OF FEBRUARY, A.D. 2002.

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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2975136 8300

AUTHENTICATION: 1596753

020074862

DATE: 02-05-02

FILED
FEB - 6 PM 4:00
SECRETARY OF STATE
DELAWARE