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TRANSMITTAL LETTER

FILED
2002 JUL -2 PM 12:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: DOLPHIN HOLDING 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:

BARTHOLOMEW P. BACON
(Name of Person)

DOLPHIN HOLDING INC.
(Firm/Company)

4940 NORTHDAL BLVD.
(Address)

TAMPA, FL 33624
(City/State and Zip code)

400006039324-2
-06/26/02-01040-004
*****87.50 *****87.50

For further information concerning this matter, please call:

BARTHOLOMEW P. BACON at (813) 979-6000
(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

W02-18769

J. BRYAN JUN 27 2002

J. BRYAN JUL - 3 2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 27, 2002

BARTHOLOMEW P. BACON
DOLPHIN HOLDING INC.
4940 NORTHDAL BLVD.
TAMPA, FL 33624

SUBJECT: DOLPHIN HOLDING INC.
Ref. Number: W02000018769

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TALLAHASSEE, FLORIDA

We have received your document for DOLPHIN HOLDING INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

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 of the DOCUMENT SPECIALIST indicated.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 402A00041143



DOLPHIN CAPITAL MANAGEMENT INC.

4940 Northdale Blvd.
Tampa, Florida 33624
Tel 813.979.6000
Fax 813.975.9562

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TALLAHASSEE, FLORIDA

July 2, 2002

Joey Bryan
Registration Section
Florida Dept. of State - Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Letter Number 402A00041143 and Letter Number 802A00041144

Dear Joey:

Regarding Letter Number 402A00041143, please find enclosed (a) a Resolution adopting a new name for use in Florida, and (b) a certified certificate of existence.

Regarding Letter Number 802A00041144, please find enclosed a certified certificate of existence.

Thank you. If you have any questions please call.

Sincerely,

A handwritten signature in cursive script, reading "Charles H. Moses II".

Charles H. Moses II

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned CHARLES H. MOSES II, do hereby certify
(Name)

that this Resolution of the Board of Directors of

DOLPHIN HOLDING INC.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

was duly adopted on JULY 2, 2002.

Be it resolved, that DOLPHIN HOLDING INC.,

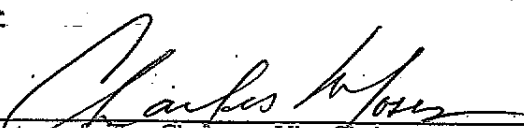
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

BACON HOLDINGS INC.

for use in Florida.

Dated: JULY 2, 2002


Signature of either Chairman, Vice Chairman or any officer

CHARLES H. MOSES II

Type or print name

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

INHS19(1/00)

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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.

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1. DOLPHIN HOLDING INCORPORATED
(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, U.S.A. 3. 75-3066039
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6/7/2002 5. PERPETUAL
(Date of incorporation) (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 817.155, F.S.)
7. 4940 NORTHDAL BLVD., TAMPA, FL 33624
(Principal office address)
4940 NORTHDAL BLVD., TAMPA, FL 33624
(Current mailing address)
8. PROVIDE OWNERSHIP OF SUBSIDIARIES
(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: BARTHOLOMEW P. BACON
Office Address: 4940 NORTHDAL BLVD.
TAMPA, Florida 33624
(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.


(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: BARTHOLOMEW P. BACON
Address: 4940 NORTHDALE BLVD.
TAMPA, FL 33624

Vice Chairman: CHARLES H. MOSES II
Address: 4940 NORTHDALE BLVD.
TAMPA, FL 33624

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: BARTHOLOMEW P. BACON
Address: 4940 NORTHDALE BLVD.
TAMPA, FL 33624

Vice President: _____
Address: _____

Secretary: ALEXANDER F. MACGILL
Address: 4940 NORTHDALE BLVD., TAMPA, FL 33624
Treasurer: ALEXANDER F. MACGILL
Address: 4940 NORTHDALE BLVD., TAMPA, FL 33624

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Charles H. Moses II
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. VICE CHAIRMAN
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Delaware

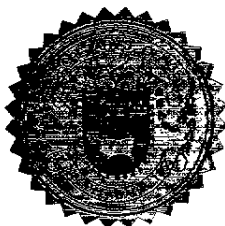
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DOLPHIN HOLDING 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 FIRST DAY OF JULY, A.D. 2002.

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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3534749 8300

AUTHENTICATION: 1863845

020427507

DATE: 07-01-02