

CT CORPORATION

**F02000005264**

FILED

02 OCT 18 PM 1:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 18, 2002

Secretary of State, Florida  
409 East Gaines Street  
N/A  
Tallahassee FL 32399

500008454905--9  
-10/21/02--01001--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Order #: 5701286 SO  
Customer Reference 1: 72932  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Adams Sales Agency, Inc. (NC)  
Qualification  
Florida

J. D. Investments, Inc. (FL)  
Merger (Discontinuing Company)  
Florida

Capital Investments Corp. (FL)  
Merger (Discontinuing Company)  
Florida

AL  
02 OCT 18 PM 3:23  
DIVISION OF CORPORATION

*File 135*

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at  
(850) 222-1092. Thank you very much for your help.

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

Page 1 of 2

**CT CORPORATION**

Sincerely,

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

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A CCH LEGAL INFORMATION SERVICES COMPANY

**TRANSMITTAL LETTER**

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02 OCT 18 PM 1:23

**TO:** Registration Section  
Division of Corporations

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUBJECT:** Adams Sales Agency, 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:

David F. Waterman

(Name of Person)

Shumaker, Loop & Kendrick, LLP

(Firm/Company)

1000 Jackson Street

(Address)

Toledo, Ohio 43624

(City/State and Zip code)

For further information concerning this matter, please call:

Greg Shope

(Name of Person)

at ( 419 ) 321-1467

(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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

FILED

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.

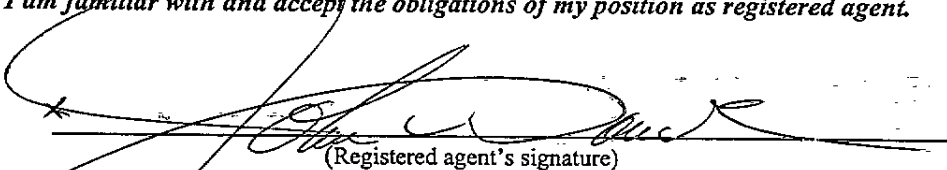
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Adams Sales Agency, 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. North Carolina 3. 74-2167076  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. December 4, 1989 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. 227 Harrison Avenue, Panama City, Florida 32401  
(Principal office address)  
227 Harrison Avenue, Panama City, Florida 32401  
(Current mailing address)
8. Engage in any lawful activity for which corporations may be organized  
(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: John W. Darrah  
Office Address: 227 Harrison Avenue  
Panama City, , Florida 32401  
(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: John W. Darrah

Address: 227 Harrison Avenue  
Panama City, FL 32401

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Raymond F. Ratcliff

Address: 227 Harrison Ave.

Panama City, FL 32401

Vice President:

Address:

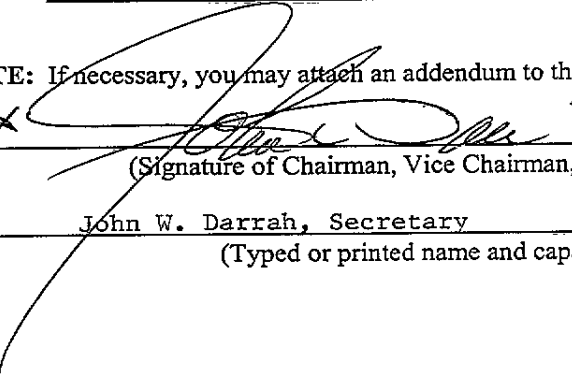
Secretary: John W. Darrah

Address: 227 Harrison Avenue, Panama City, FL 32401

Treasurer: Raymond F. Ratcliff

Address: 227 Harrison Avenue, Panama City, FL 32401

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. John W. Darrah, Secretary  
(Typed or printed name and capacity of person signing application)



# NORTH CAROLINA

## Department of The Secretary of State

FILED  
02 OCT 18 PM 1:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

#### **ADAMS SALES AGENCY, INC.**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 4th day of December, 1989, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed my official seal at the  
City of Raleigh, this 3rd day of October, 2002.

*Elaine F. Marshall*  
Secretary of State