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(Requestor's Name)

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By

FILED
03 APR 16 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

April 16, 2003

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

FILED
03 APR 16 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5830855 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

BAWI South, Inc. (DE)
Qualification
Florida

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.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

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

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
APR 18 PM 12:27
TALLAHASSEE, FLORIDA

1. BAWI South, 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. 33-1051740
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 14, 2003 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. 800 Shades Creek Parkway, Suite 700, Birmingham, Alabama 35209
(Principal office address)

(Current mailing address)

8. To engage in any lawful act or 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: C T Corporation System

Office Address: 1200 South Pine Island Road,

Plantation, , Florida 33324
(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.

C T Corporation System

By: Joan Bolden JOAN BOLDEN
(Registered agent's signature) **ASSISTANT SECRETARY**

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: James S. Holbrook, Jr.

Address: 800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: James S. Holbrook, Jr.

Address: 800 Shades Creek Parkway, Suite 700
Birmingham, Alabama 35209

Vice President: _____

Address: _____

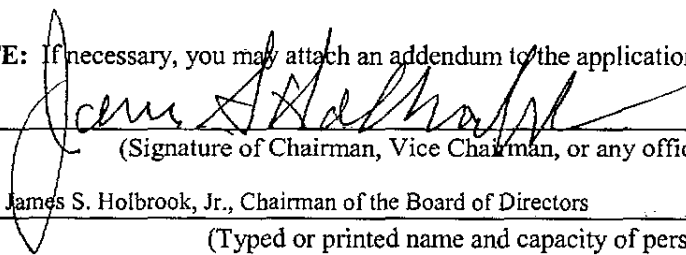
Secretary: F. Eugene Woodham

Address: 800 Shades Creek Parkway, Suite 700, Birmingham, Alabama 35209

Treasurer: F. Eugene Woodham

Address: 800 Shades Creek Parkway, Suite 700, Birmingham, Alabama 35209

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. James S. Holbrook, Jr., Chairman of the Board of Directors
(Typed or printed name and capacity of person signing application)

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APR 16 PM 12:27
STATE OF FLORIDA
TALLAHASSEE