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19

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Goodwill Global, Inc.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Nicole Vest
(Name of Person)

Global Impact
(Firm/Company)

66 Canal Center Plaza, Suite 310
(Address)

Alexandria, Va 22314
(City/State and Zip Code)

For further information concerning this matter, please call:

Nicole Vest at (703) 548-2200
(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:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|--|--|---|---|

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 16, 2003

NICOLE VEST
GLOBAL IMPACE
66 CANAL CENTER PLAZA, SUITE 310
ALEXANDRIA, VA 22314

SUBJECT: GOODWILL GLOBAL INC.
Ref. Number: W03000014135

We have received your document for GOODWILL GLOBAL INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 703A00030482

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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:

1. Goodwill Global, Inc.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Maryland 3. 52-1386398
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/17/97 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 9200 Rockville Pike, Bethesda, MD 20814-3896
(Principal office address)
9200 Rockville Pike, Bethesda, MD 20814-3896
(Current mailing address)
8. NOT-FOR-PROFIT (FUNDRAISING TO SUPPORT PROGRAMS)
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: NBAI Services, Inc.
Office Address: 526 E. Park Ave.
Tallahassee, Florida 32301
(City) (Zip Code)

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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.

Sue Brodtman
(Registered agent's signature)

Sue Brodtmann, asst. 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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Please see attached list.

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Please see attached list.

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. George W. Kessinger
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. George W. Kessinger, President & CEO
(Typed or printed name and capacity of person signing application)

GOODWILL GLOBAL INC.
9200 Rockville Pike
Bethesda, Maryland 20814-3896
Telephone: 301-530-6500 Fax: 301-530-1516

Staff List

Howard A. Wallack
Director
Goodwill Global Inc.
9200 Rockville Pike
Bethesda, MD 20814-3896
Tel: 240-333-5213
Fax: 301-530-1516
E-mail: howard.wallack@goodwill.org

Meg E. McConnell
Program Administrator
Goodwill Global Inc.
9200 Rockville Pike
Tel: 240-333-5267
Fax: 301-530-1516
Email: meg.mcconnell@goodwill.org

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GOODWILL GLOBAL INC.

9200 Rockville Pike
Bethesda, MD 20814-3896
Telephone: 301-530-6500 Fax: 301-530-1516

Board of Directors

Michael B. Sullivan (Chairman)

1310 Greenwood Ave.
Palo Alto, CA 94301
Tel: (408) 519-4444
eFax: 520-395-2220
Email: mbritten@pacbell.net
Term: 2004

Rex L. Davidson (Vice Chairman)

President & CEO
Goodwill Industries of Greater New York and
Northern New Jersey, Inc.
4-21 27th Avenue
Astoria, NY 11102
Tel: 718-728-5400 (auto dial #83)
Tel: 718-728-6078 (executive office)
Fax: 718-728-9023
Email: rdavidson@goodwillnv.org or
RexDavid@aol.com
Term: 2003

George W. Kessinger

President and CEO
Goodwill Industries International, Inc. and
Goodwill Global Inc.
9200 Rockville Pike
Bethesda, MD 20814
Tel.: 1-800-741-0197 or 240-333-5200
Fax: 301-530-1516
Email: gkessinger@goodwill.org
Term: Ex-officio

Sarla Kalsi (Secretary/Treasurer)

President
Irwin Management Company
301 Washington Street, P. O. Box 808
Columbus, IN 47202-0808
Tel: 812-376-3331
Fax: 812-376-9096
Email: sarla.kalsi@irwinmanagement.com
Term: 2004

Cathleen F. Barnier

President
Goodwill Industries of the Redwood Empire
651 Yolanda Avenue
Santa Rosa, CA 95404
Tel: 707-523-0550
Fax: 707-523-0597
Email: cbarnier@gire.org
Term: 2004

Ms. Roseangela Berman-Bieler

President
Inter-American Institute on Disability
51 Monroe St., Suite 805-A
Rockville, MD 20850
tel: (301) 309-9469
fax: (301) 309-9486
Email: IIDisab@aol.com
Term: 2005

Will A. Courtney

Owner, Courtney & Courtney
P.O. Box 121488 (Zip: 76121)
5322 Wedgmont Circle N.
Fort Worth, TX 76133
Tel: 817-292-3333
Fax: 817-292-6850
Email: TxWill@aol.com
Term: 2005

Dr. Rosemary S. Darden

Chair, Goodwill Industries International, Inc.
7980 Shay Drive
Oakland, CA 94605
Tel: 510-569-4493
Fax: 510-562-2336
Email: RosemaryDarden@aol.com
Term: Ex-officio

Gerald Davis

President
Goodwill Industries of Central Texas
300 N. Lamar Blvd.
Austin, TX 78703
Tel: 512-637-7157
Fax: 512-472-6521
Email: jerryd@austingoodwill.org
Term: 2005

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Frank J. Devlyn

President, Opticas Devlyn
 Cervantes Saavedra 25
 Col. Granada, C.P. 11420
 Mexico City, D.F., Mexico
 Tel: 525-262-4120 or 525-570-1608
 Fax: 525-262-4126
 Email: devlynf@devlyn.com.mx
 Term: 2003

Robert P. Dugas

President
 Goodwill Industries of San Antonio
 406 W. Commerce St.
 San Antonio, TX 78207
 Tel: 210-924-8648
 Fax: 210-924-3011
 Email: bdugas@goodwillsa.org
 Term: 2005

Michael Elder

Vice Chair, Goodwill Industries International, Inc. &
 President and CEO
 Goodwill Industries of the Southern Piedmont
 2122 Freedom Drive
 Charlotte, NC 28208
 Tel: 704-332-0261
 Fax: 704-372-3228
 Email: elder@goodwillsp.org
 Term: Ex-officio

J. Thomas Ford

Apartado (P.O. Box 9140)
 Panama 9, San Francisco
 Panama, Republic of Panama
 Tel: 011-507-261-1616
 Fax: 011-507-229-4138
 Email: JTFORDPTY@aol.com
 Term: 2004

James M. McClelland

President
 Goodwill Industries of Central Indiana, Inc.
 1635 West Michigan Street
 Indianapolis, IN 46222
 Tel: 317-264-1210
 Fax: 317-264-1267
 Email: jmcclelland@goodwill-indy.org
 Term: 2004

Gary Morsch, M.D.

President and Founder
 Heart to Heart International
 401 S. Clairborne, Suite 302
 Olathe, KS 66062
 Tel: 913-764-5200
 Fax: 913-782-7845
 Email: gmorsch@hearttoheart.org
 or gmorsch@aol.com
 Term: 2003

James K. Stiff

President/CEO
 Goodwill Industries of Middle Georgia
 688 Walnut St., Suite 200
 Macon, GA 31201
 Tel: 478-746-7647, Ext. 214
 Fax: 478-746-7649
 Email: jstiff@goodwillworks.org
 Term: 2005

EMERITUS:**Ouilla Shirriff**

c/o Goodwill Industries of Toronto
 234 Adelaide Street East
 Toronto, ONT Canada M5A 1M9
 Tel: 416-815-4752
 Fax: 416-362-0720
 Term: Unlimited

Board Meetings & Times 2001 – present

Milwaukee, Wisconsin: June 28, 2002

Washington, DC: February 13, 2002

Bethesda, Maryland: November 2, 2001 (12:00
 – 4:00 p.m.)

Edmonton, Alberta, Canada: July 12, 2001 (4:00
 – 8:00 p.m.)

March 23, 2001 – Panama City, Panama
 (8:15 a.m. – 3:00 p.m.)

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GGI Board Committees

Associate Member Issues Committee

George Kessinger, Chair
J. Thomas Ford

Finance and Investment Committee

Sarla Kalsi, Chair
Michael Sullivan
Rex Davidson

Fundraising Committee

Gerald Davis, Chair
George Kessinger
Rex Davidson
Will Courtney
James McClelland

Nominating Committee

Rex Davidson, Chair
J. Thomas Ford

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STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT GOODWILL GLOBAL INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MAY 09, 2003.

Paul B. Anderson

Paul B. Anderson
Charter Division



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