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RECEIVED
03 APR 23 AM 11:09
DIVISION OF CORPORATION

FILED
03 APR 23 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

23x

CT CORPORATION SYSTEM

FILED
03 APR 23 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 23, 2003

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

Re: Order #: 5836219 SO
Customer Reference 1: NONE GIVEN
Customer Reference 2: NONE GIVEN

Dear Secretary of State, Florida:

Please file the attached:

NR Holdings, 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,

Katrina Forsman

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 23, 2003

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: NR HOLDINGS, INC.
Ref. Number: W03000011620

FILED
03 APR 29 PM 12:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for NR HOLDINGS, 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):

Please note that we have RETAINED your \$70.00 payment.

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.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 203A00024661

Buck,
Please back date
to April 23, 2003
Thank you,
Your Pal Katrina

**STATEMENT OF ACTION TAKEN BY THE INCORPORATOR OF
NR HOLDINGS, INC.
IN LIEU OF MEETING OF BOARD OF DIRECTORS**

FILED
03 APR 23 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 107 of the
Delaware General Corporation Law

The following action permitted to be taken by the sole incorporator of NR Holdings, Inc.,
a Delaware corporation (the "Corporation"), is hereby taken without a meeting:

WHEREAS, the Corporation's directors have not yet been appointed or elected; and

WHEREAS, in connection with its application to qualify to do business as a foreign
corporation in the State of Florida, the Corporation will adopt a fictitious name; and

WHEREAS, this action has been duly adopted in accordance with Section 107 of the
Delaware General Corporate Law.

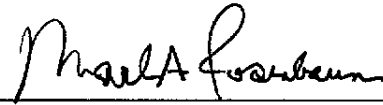
NOW, THEREFORE, BE IT:

RESOLVED, that NR Holdings, Inc., organized and existing in the State of Delaware,
hereby adopts the name NR Holdings Delaware, Inc. for use in Florida.

[REST OF PAGE INTENTIONALLY LEFT BLANK]

Dated: May 29, 2003

NR HOLDINGS, INC.

A handwritten signature in cursive script, appearing to read "Mark A. Rosenbaum", is written over a horizontal line.

Name: Mark A. Rosenbaum, Esq.

Title: Sole Incorporator

FILED
03 APR 23 PM 3:06
SECRETARY OF STATE
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.

1. NR HOLDINGS, 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

(State or country under the law of which it is incorporated)

3. 3628899

(FEI number, if applicable)

4. March 24, 2003

(Date of incorporation)

5. Perpetual

(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. 450 Las Olas Boulevard, Suite 1400 Fort Lauderdale, FL 33301

(Principal office address)

450 Las Olas Boulevard, Suite 1400 Fort Lauderdale, FL 33301

(Current mailing address)

8. HOLDING COMPANY

(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: CT 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.

CT Corporation System

By:

[Signature]

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Thomas J. PutnamAddress: 405 Covington Road Alpharetta, Georgia 30022

Vice President: _____

Address: _____

Secretary: Christine GraquintoAddress: 307 Baltic St Brooklyn, N.Y. 11201

Treasurer: _____

Address: _____

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

13. Christine Graquinto, Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. CHRISTINE GRAQUINTO
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NR HOLDINGS, 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 TWENTY-SECOND DAY OF APRIL, A.D. 2003.

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

FILED
APR 23 PM 3:06
STATE
DELAWARE
HARRISBURG, FLORIDA



3628899 8300

030261020

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2377369

DATE: 04-22-03