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(City/State/Zip/Phone #)

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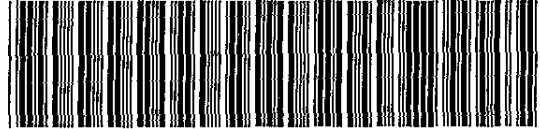
(Business Entity Name)

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04 JAN -6 PM 12:57  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
04 JAN -6 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032  
REFERENCE : 374135 7397731  
AUTHORIZATION : *Petricia Pizito*  
COST LIMIT : \$ 70.00

04 JAN -6 PM 3:51  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 23, 2003

ORDER TIME : 4:27 PM

ORDER NO. : 374135-005

CUSTOMER NO: 7397731

CUSTOMER: Ms. Sheila Christian  
Gulf States Paper Corporation  
1400 Jackson Warner Parkway Ne  
Tuscaloosa, AL 35404

FOREIGN FILINGS

NAME: WESTERVELT REALTY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER: \_\_\_\_\_

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  
JUN -6 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Westervelt Realty, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Alabama

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

3. 63-0738870

(FEI number, if applicable)

4. 8/17/77

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 2003

(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. 1400 Jack Warner Parkway, Tuscaloosa, AL 35404

(Principal office address)

1400 Jack Warner Parkway, Tuscaloosa, AL 35404

(Current mailing address)

8. Hold interest in partnership operating in Florida

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.*

Corporation Service Company

Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper  
Asst. V. Pres.

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: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: See attached officers/directors rider

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Elizabeth K. Shaw  
(Signature of Director or Officer listed in number 12 of the application)

14. Elizabeth K. Shaw - Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

**WESTERVELT REALTY, INC.**  
**An Alabama Corporation**

**100% of Shares owned by GSPC Enterprises, Inc.**

**BOARD OF DIRECTORS**

J. W. Warner  
Jon Warner  
Michael E. Case

**OFFICERS**

Jon Warner.....	Chairman of the Board
Michael E. Case.....	President
Elizabeth K. Shaw .....	Vice President and Secretary
Robert A. Barrett .....	Vice President, Treasurer and Assistant Secretary
Charles F. Hughen .....	Vice President
Edward H. Hubbard.....	Assistant Secretary
George Lander .....	General Manager

Nancy L. Worley  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Westervelt Realty, Inc. incorporated in Tuscaloosa County, Tuscaloosa, Alabama on August 17, 1977. I further certify that the records do not disclose that said Westervelt Realty, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

December 24, 2003

Date

*Nancy L. Worley*  
Nancy L. Worley

Secretary of State