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Certified Copies Cer	tificates of Status
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SECRETARY OF SIAME SHOWED AND AND SHOWED THE SHOWED THE

RISH, GIBSON & SCHOLZ, P.A.

ATTORNEYS AT LAW

206 E. FOURTH STREET
POST OFFICE BOX 39
PORT ST. JOE, FLORIDA 32457

WILLIAM J. RISH THOMAS S. GIBSON S. RUSSELL SCHOLZ

February 3, 2004

TELEPHONE (850) 229-8211 FAX (850) 227-1619

Florida Department of State Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: K. L. Presnell Construction, Inc., and Pt. St. Joe. Fla. LLC

Dear Sir/Madam:

K. L. Presnell Construction, Inc., and Pt. St. Joe. Fla. LLC are submitting the following documents, together with a check in the amount of \$195.00 for the filing fees and designation of resident agent, to register to do business in Florida:

Documents for K. L. Presnell Construction, Inc.:

- 1. Transmittal Letter
- 2. Application by Foreign Corporation for Authorization to Transact Business in Florida
- 3. Directors and Officers
- 4. State of Indiana Certificate of Existence

Documents for Pt. St. Joe. Fla. LLC:

- 5. State of Indiana Certificate of Existence
- 6. Application by Foreign LLC for Authorization to Transact Business in Florida
- 7. Certificate of Designation of Registered Agent/Registered Office

Please contact me if you need anything further or have any questions. Thank you.

Very truly yours,

RISH, GIBSON & SCHOLZ, P.A.

Paul W. Groom II

PWGII/see encl.



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

February 17, 2004

PAUL W. GROOM II P.O. BOX 39 PORT ST. JOE, FL 32457

SUBJECT: K. L. PRESNELL CONSTRUCTION, INC.

Ref. Number: W04000006758

We have received your document for K. L. PRESNELL CONSTRUCTION, INC. and your check(s) totaling \$195.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2300.00.

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) 245-6890.

Jason Merrick Document Specialist

Letter Number: 204A00010777

RISH, GIBSON & SCHOLZ, P.A. ATTORNEYS AT LAW

206 E. FOURTH STREET POST OFFICE BOX 39 PORT ST. JOE, FLORIDA 32457

WILLIAM J. RISH THOMAS S. GIBSON S. RUSSELL SCHOLZ PAUL W. GROOM, II

April 26, 2004

TELEPHONE (850) 229-8211 FAX (850) 227-1619

Attn: Jason Merrick

Document Specialist

Florida Department of State Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re:

Letter No.: 204A00010777

Letter No.: 404A00010786

Dear Mr. Merrick:

On February 3, 2004, we sent you the necessary documentation and a check for \$195.00 to register K. L. Presnell Construction, Inc., and Pt. St. Joe. Fla. LLC, to do business in Florida. You returned the applications to us because of item 6, the date business was first transacted in Florida. Attached are copies of the letters from you regarding these two companies.

Enclosed are revised applications for these two entities and a signed and notarized letter from the vice president of the companies with the explanation of why we inserted the wrong dates on our original applications.

I believe you retained our check and supporting documents. Please process these applications so that these two companies will be properly registered to do business in Florida. If you have questions or need anything further, please contact me.

Very truly yours,

RISH, GIBSON & SCHOLZ, P.A.

Paul W. Groom II

PWGII/see encl.



April 20, 2004

Jason Merrick
Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE:

K.L. Presnell Construction, Inc.

Pt. St. Joe Fla LLC

Dear Mr. Merrick,

I am writing to respond to your letter of February 17, 2004, regarding the above referenced Applications. In your letter, you indicated that these entities would be required to pay an additional penalty due to the number of years they have been doing business in Florida.

I would confirm that in completing the applications, we mistakenly reported the number of years for these entities. Specifically, for Pt. St. Joe Fla LLC, we reported the number of years that Pt. St. Joe Fla LLC had passively owned Real Estate in Florida.

With respect to K.L. Presnell Construction, Inc., this entity has not held real property in Florida. K.L. Presnell Construction, Inc. has also not done any business in Florida. We anticipate K.L. Presnell Construction, Inc. will be the contractor on the Marina property, but no work will start until 2005, at the earliest.

In summary, I would confirm that neither of these entities have begun actively transacting business in Florida, and do not intend to do so until they have received the approval of the Florida Department of State to do business in Florida. Therefore, we have revised the applications that were originally submitted to you, and copies of the revised Applications are enclosed.

I would appreciate it if you would please update the filings with respect to these Applications, and call us with any questions or concerns regarding this matter.

Thank you for your help and consideration.

Very Truly Yours,

K. L. Presnell Companies

K.L. Presnell Construction, Inc.

Pt. St. Joe Fla LLC

By:

Roger S. Curry

Vice President

STATE OF INDIANA

COUNTY OF JOHNSON

Sworn to and subscribed before me this _____ day of April, 2004 by Roger S. Curry, Vice President of K.L. Presnell Companies, K.L. Presnell Construction, Inc., and Pt. St. Joe Fla LLC, who acknowledges that he has the authority to execute this document, and who is personally known to me.

My Commission Expires:

Notary Public

County of Residence

S/\1PROPDEV\Port St. Joe\CORRESP\merrick ftr.doc

TRANSMITTAL LETTER

TO: Registration Sec Division of Cor			
SUBJECT:	K. L. Presnell Cons	truction, Inc.	
	(Name of corpora	ation - must include suffix)	
Dear Sir or Madam:			
	ion by Foreign Corporation to and check are submitted to ida.		
Please return all corresp	ondence concerning this mat	tter to the following:	
	Paul W. Groom II		
	(Name	of Person)	
	Rish, Gibson & Scho	1z, P.A.	·
	(Firm/	Company)	
	P. O. Box 39		·
	(A	ddress)	
	Port St. Joe, Flori	da 32457	
	(City/Sta	te and Zip code)	
For further information	concerning this matter, pleas	se call:	
Paul W. Groom	II at (850) 229-8211	
(Name of Pers		ea Code & Daytime Telepho	ne Number)
STREET ADDRESS: Registration Section Division of Corporation 409 E. Gaines St. Tallahassee, FL 32399		MAILING ADDRESS Registration Section Division of Corporation P.O. Box 6327 Tallahassee, FL 32314	ns V
Enclosed is a check for	the following amount:		
S70.00 Filing Fee	S78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy	S87.50 Filing Fee, Certificate of Status

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. K.L. PRESNELL CONSTRUCTION, 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) (State or country under the law of which it is incorporated) (FEI number, if applicable) PERPETUAL NOVEMBER 13, 1995 (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual") 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.) <u>K.L. PRESNELL</u> (Principal office address) 75 N. STATE ROAD 135, SUITE A GREENWOOD, IN 46142 (Current mailing address) ALL LAWFUL BUSINESS (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: PAHL W. GROOM II Office Address: 206 E. FOURTH STREET (City) 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. T. 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:KEVIN L. PRESNELL
Address: 1950 S. MORGANTOWN ROAD
MORGANTOWN, IN 46160
Vice Chairman: ROGER S. CURRY
Address: 75 N. STATE ROAD 135, SUITE A
GREENWOOD, IN 46142
Director:
Address:
Director:
Address:
B. OFFICERS
President: KEVIN L. PRESNELL
Address: 1950 S. MORGANTOWN ROAD
MORGANTOWN, IN 46142
Vice President: ROGER S. CURRY
Address: 75 N. STATE ROAD 135, SUITE A
GREENWOOD, IN 46142
Secretary: ROGER S. CURRY
Address: 1950 S. MORGANTOWN ROAD, GREENWOOD, IN 46142
Treasurer: KEVIN L. PRESNELL
Address: 1950 S. MORGANTOWN ROAD, MORGANTOWN, IN 46160
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
13.
(Signature of Director or Officer listed in number 12 of the application) Roser S Court, Ve Chaina & Bound & Via Pres a Secretor
(Typed or printed name and canacity of person signing application)

STATE OF INDIANA OFFICE OF THE SECRETARY OF STATE CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

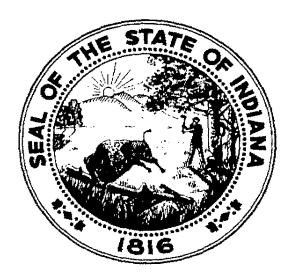
I, TODD ROKITA, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

K. L. PRESNELL CONSTRUCTION, INC.

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on November 13, 1995, and was in existence or authorized to transact business in the State of Indiana on January 26, 2004.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twenty-Sixth Day of January, 2004.

TODD ROKITA. Secretary of State