

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CMC ACQUISITION CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ronald W. Gregory, II
(Name of Person)

Englander & Fischer, P.A.
(Firm/Company)

P.O. Box 1954
(Address)

St. Petersburg, FL 33731-1954
(City/State and Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FL

For further information concerning this matter, please call:

Ronald W. Gregory, II at (**727**) **898-7210**
(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:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

LAW OFFICES

ENGLANDER & FISCHER, P.A.

721 First Avenue North
St. Petersburg, FL 33701

Leonard S. Englander ¹ ²
H. James Fischer
Terry L. Hirsch
Ronald W. Gregory, II.
George M. Osborne
Ana-Maria Carnesoltas

Post Office Box 1954
St. Petersburg, FL 33731-1954

Phone (727) 898-7210
Fax (727) 898-7218

¹ Board Certified Business
Litigation Lawyer
² Also Licensed in Colorado

August 3, 2004

Diane Cushing
Document Specialist
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

VIA OVERNIGHT DELIVERY

Re: CMC ACQUISITION CORPORATION
Ref Number: W04000021701

SECRET
TALLAHASSEE, FL
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[Handwritten initials]

Dear Ms. Cushing:

Enclosed please find the following:

1. A copy of your letter dated June 7, 2004
2. Original and one copy of Application by Foreign Corporation for Authorization to Transact Business in Florida
3. Certificate of good Standing from the State of Missouri
4. Check in the amount of \$2,300.00 representing the annual report/uniform business reports and penalty fees.

Please file the documents and return a copy to me. If you need anything further, please contact me.

Sincerely,


RONALD W. GREGORY, II

/jh
Enclosures

cc: Client



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 7, 2004

RONALD W. GREGORY, II
ENGLANDER & FISCHER, P.A.
P.O. BOX 1954
ST PETERSBURG, FL 33731-1954

SUBJECT: CMC ACQUISITION CORPORATION
Ref. Number: W04000021701

We have received your document for CMC ACQUISITION CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 \$2,300.00.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 204A00038551

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. **CMC ACQUISITION CORPORATION**

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

CAPITOL MARKETING CONCEPTS, INC.

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

2. **Missouri**

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

3. **45-0473951**

(FEI number, if applicable)

4. **February 27, 2002**

(Date of incorporation)

5. **Perpetual**

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

6. **February 27, 2002**

(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. **696 1st Avenue North, Suite 400, St. Petersburg, FL 33701-3610**

(Principal office address)

951 Hornet Drive, Hazelwood, MO 63042-2309

(Current mailing address)

8. **Marketing and sale of travel related services and promotional activities**

(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: **Brian Bell**

Office Address: **696 1st Avenue North, Suite 400**

St. Petersburg, Florida **33701-3610**

(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.



(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: **Samuel G. Toumayan**

Address: **951 Hornet Drive, Hazelwood, MO 63042-2309**

Vice Chairman: _____

Address: _____

Director: **John L. McMullin**

Address: **951 Hornet Drive, Hazelwood, MO 63042-2309**

Director: _____

Address: _____

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SECRETARY/TREASURER
TALLAH/SCOTT

B. OFFICERS

President: **Brian Bell**

Address: **696 1st Avenue North, Suite 400, St. Petersburg, FL 33701-3610**

Vice President: _____

Address: _____

Secretary: **John L. McMullin**

Address: **951 Hornet Drive, Hazelwood, MO 63042-2309**

Treasurer: _____

Address: _____

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)

14. **Brian Bell, President** _____

(Typed or printed name and capacity of person signing application)

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

I, MATT BLUNT, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

CMC ACQUISITION CORPORATION
00506076

was created under the laws of this State on the 27th day of February, 2002, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 27th day of July, 2004

Matt Blunt

Secretary of State

