

F95000000915
TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

RECEIVED
.....

SUBJECT: Consolidated Media Systems, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

W 95-1299

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:

John W. Miles
(Name of Person)
C.M.S.
(Firm/Company)
P.O. Box 100307
(Address)
Nashville, TN 37024
(City, State and Zip Code)

3/2/24
95 FEB 24 11 09 27
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

Bill Spining at (615) 244 - 3933
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 30, 1995

JOHN W. MILES
CONSOLIDATED MEDIA SYSTEMS, INC.
PO BOX 100307
NASHVILLE, TN 37224

SUBJECT: CONSOLIDATED MEDIA SYSTEMS, INC.
Ref. Number: W95000001299

We have received your document for CONSOLIDATED MEDIA SYSTEMS, INC. and your check(s) totaling \$78.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2100.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 395A00002228

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FEB 24 1995
12:54 PM '95

LAW OFFICES

GULLETT, SANFORD, ROBINSON & MARTIN

230 FOURTH AVENUE NORTH, 3RD FLOOR
POST OFFICE BOX 900000
NASHVILLE, TENNESSEE 37219-0000
TELEPHONE (615) 244-4004
FACSIMILE (615) 250-6130 • 242 8210

BARETH B. ADEN
EDWARD T. BRADING
G. MHEA BUCY
GEORGE V. CHAFFORD, JR.
A. SCOTT DENRICH
THOMAS H. FORRESTER
M. TAYLOR HARRIS, JR.
LINDA W. KNIGHT
JOEL W. LEEMAN
ALLEN D. LENTZ
JOSEPH MARTIN, JR.
JUSTIN T. MILAM
JEFFREY MORLEY
BARBARA J. MOSS

WM. ROBERT POPE, JR.
WAYNE L. ROBBINS, JR.
JACK W. ROBINSON, JR.
JACK W. ROBINSON, SR.
VALENIUS SANFORD
WESLEY D. TURNER
JOHN KNOX WALKUP
ANNE D. WATERS

JOHN D. LENTZ
OF COUNSEL

B. B. GULLETT
OF COUNSEL

February 17, 1995

Ms. Jennifer Sindt
Document Examiner
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Consolidated Media Systems, Inc.
Ref. Number: W95000001299

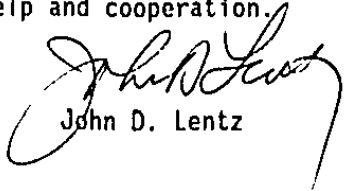
Dear Jennifer:

I enjoyed speaking with you on the telephone this morning. Enclosed are the documents that were originally sent to you by CMS along with your letter of January 19, 1995.

In accordance with our conversation, I believe CMS is exempt from the penalties outlined in the letter under Florida Statute 607.1501(2)(f) and 2(i). CMS is a Tennessee corporation and all of the orders secured by CMS' Florida office "require acceptance outside [Florida] before they become contracts."

As the business grows, we felt it prudent to domesticate in Florida. You are already in receipt of the fee of \$78.25 paid by CMS' check. If there are any other questions, or if this letter is not responsive to your needs for an exemption, please let me know.

Thank you for your kind help and cooperation.


John D. Lentz

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DIVISION
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A F F I D A V I T

STATE OF TENNESSEE
COUNTY OF DAVIDSON

I, John D. Lentz, after being duly sworn, make oath and say that I am a Director of Consolidated Media Systems, Inc. and also serve as counsel to the corporation. In this capacity I believe that Consolidated Media Systems, Inc. is exempt from certain penalties regarding the corporation's failure to domesticate in the state of Florida since Consolidated Media Systems, Inc. is a Tennessee corporation and all of the orders secured by its' Florida office require acceptance outside the state of Florida before they become contracts. This is in accordance with Florida Statute 607.1501(2)(f) and 2(i).

IN WITNESS WHEREOF, I have executed this Affidavit this the 17th day of February, 1995.

Consolidated Media Systems, Inc.

By:

John D. Lentz
John D. Lentz, Director

Subscribed and sworn to before me
this 17th day of February, 1995.

William Hellingworth
Notary Public

My Commission Expires: 1/24/98

RECEIVED
FEB 24 1995
12:58 PM

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Consolidated Media Systems, 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. Tennessee 3. 62-1039513
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 1978 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 6/1/92
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. P.O. Box 100307
Nashville, TN 37224
(Current mailing address)

8. Install, design, sell, rent & service, professional industrial and
(Purposes) of corporation authorized in home state or country to be carried out in the state of Florida)
broadcast Audio Visual & Video systems.

9. **Name and street address of Florida registered agent:**

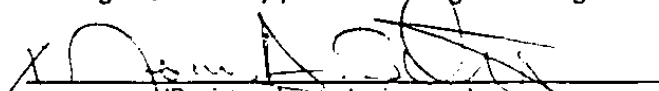
Name: Norm Schroth

Office Address: 931 So. Semoran Blvd.

Winter Park, Florida, 32792
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Donald W. Sandlin

Address: 564 Lakeshore Drive
Old Hickory, TN 37138

Vice Chairman: John W. Miles

Address: 11940 Central Pike
Mt. Juliet, TN 37122

Director: Don Reed

Address: 256 Hunters Lane
Hendersonville, TN 37075

Director: John Lentz, Atty.

Address: 230 4th Ave. N.
Nashville, TN 37219

B. OFFICERS

President: Donald W. Sandlin

Address: _____

Vice President: Don Reed

Address: _____

Secretary: John W. Miles

Address: _____

Treasurer: John W. Miles

Address: _____

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

13. John W. Miles Sec. Treas
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John W. Miles, Secretary / Treasurer
(Typed or printed name and capacity of person signing application)

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Secretary of State
Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

ISSUANCE DATE: 12/19/1994
REQUEST NUMBER: 2926-1836
TELEPHONE CONTACT: (615) 741-6488

CHAPTER/QUALIFICATION DATE: 08/31/1978
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0180892
JURISDICTION: TENNESSEE

TO:
CONSOLIDATED MEDIA SYSTEMS INC.
PO BOX 100307

NASHVILLE, TN 37224

REQUESTED BY:
CONSOLIDATED MEDIA SYSTEMS INC.
PO BOX 100307

NASHVILLE, TN 37224

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"CONSOLIDATED MEDIA SYSTEMS, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

SECRET
DIVISION
JAN 25 1995
12:27

FOR: REQUEST FOR CERTIFICATE

ON DATE: 12/19/94

FROM:
CONSOLIDATED MEDIA SYSTEMS INC.
1004 OLD TREE COURT
P O BOX 100307
NASHVILLE, TN 37210-0000

RECEIVED: FEES \$10.00 \$10.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00001725379
ACCOUNT NUMBER: 00065553



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE