

NATIONAL REGISTERED AGENTS, INC.
320 East Park Avenue, Suite 200
Tallahassee, FL 32301

OFFICE USE ONLY Document

(Requestor's Name)

(Address)

(City, State, Zip) (Phone #)

501000113414525
12/05/94--01042--016
*****35.00 *****35.00

501000113414525
12/05/94--01042--017
*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Rainborn, Inc. w94-25842
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Confirmation cc, y

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 5, 1994

NATIONSCORP REGISTERED AGENTS, INC.
526 EAST PARK AVENUE SUITE 200
TALLAHASSEE, FL 32301

SUBJECT: RAINBORN, INC.
Ref. Number: W94000025842

We have received your document for RAINBORN, 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):

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 \$700.00.

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.

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).

A certificate of existence, 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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.



FLORIDA DEPARTMENT OF STATE

If you have any questions concerning the filing of your document, please call
Jim Smith
(904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 894A00051816



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1995

R. GREGORY GREENE
RAINBORN, INC.
601 CALLAHAN ROAD
DALTON, GA 30721

SUBJECT: RAINBORN, INC.
Ref. Number: W94000025842

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for RAINBORN, INC..

The referenced application states that the corporation has transacted business in the State of Florida since October 30, 1993. You were notified by letter dated December 1, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$700.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Lee Rivers
Document Examiner Letter No. 495A00005013

Enclosure



WAYCASTER, CORN & MORRIS

ATTORNEYS AT LAW

101 N. Hamilton Street, Dalton, GA 30720-4213 (706) 226-0100 Fax (706) 275-6167

R. LESLIE WAYCASTER, JR.
MARCUS R. MORRIS
EDDY A. CORN
CYNTHIA N. JOHNSON
JEFFREY J. DEAN

February 27, 1995

Mr. Lee Rivers
Document Examiner
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: RAINBORN, INC.
Your Reference No: W94000025842

Dear Mr. Rivers:

In following up with your letter to RainBorn, Inc. of February 6, 1995 and to follow up with my telephone conversations with your office, enclosed herein please find the affidavit of R. Gregory Greene, President of RainBorn, Inc., the Certificate of Good Standing for RainBorn, Inc., and a revised application with all street addresses for current officers and directors. If you have any questions or comments regarding this matter, please do not hesitate to contact me.

Additionally, if there are any additional fees or requirements, please let me know.

Sincerely yours,

WAYCASTER, CORN & MORRIS

JEFFREY J. DEAN
ATTORNEY FOR RAINBORN, INC.

Enclosures

cc: Ms. Joyce Markley
UCC Filing & Search Services
526 E. Park Avenue, Suite 200
Tallahassee, Florida 32301-2551
JJD\rainborn.corr

STATE OF GEORGIA
COUNTY OF WHITFIELD

AFFIDAVIT OF R. GREGORY GREENE

Comes now R. GREGORY GREENE, and before the undersigned officer duly authorized to administer oaths, states on oath as follows.

-1-

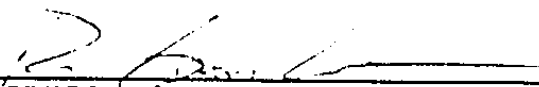
My name is R. Gregory Greene and I am President of Rainborn, Inc. I am over the age of eighteen (18) years and otherwise competent to make this affidavit. I make this affidavit based upon my own personal knowledge.

-2-

When my company, Rainborn, Inc., went to apply for a trademark registration in the State of Florida, our franchising attorney informed us that we could use the date of October 30, 1993 as the date of first use of our mark in all of the states that border the State of Georgia. After application, we were informed by the Secretary of State that we could not file for a trademark registration in Florida until we filed for an application by a foreign corporation for authorization to transact business in Florida. Thereafter, we completed the application and erroneously used the date of October 30, 1993 as our first date of transacting business in the State of Florida. Actually, we did not transact any business in the State of Florida until February 22, 1995, when an affiliate of ours brought some of our products into the State of Florida. To the best of my knowledge, there have still been no sales or leases of our product in the State of Florida.

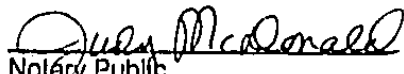
This affidavit is provided in response to your Letter No. 495A00005013, dated February 6, 1995, your reference, Rainborn, Inc., W94000025842.

FURTHER THIS AFFIANT SAITH NOT.



R. GREGORY GREENE, PRESIDENT
RAINBORN, INC.

Sworn to and subscribed
before me this 27th day
of Feb., 1995.



Notary Public
Exp. Date:
Seal

**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. RAINBORN, 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. GEORGIA 3. 58-2095291
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/25/93 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2/22/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. P. O. BOX 2766
DALTON, GEORGIA 30722-2766
(Current mailing address)

8. DESIGN, MARKETING AND SALE OF WATER PURIFICATION AND RELATED GOODS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: NationsCorp Registered Agents, Inc.
Office Address: 526 East Park Avenue, Suite 220
Tallahassee, Florida, 32301
(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.

Betty B. Young
(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: R. GREGORY GREENE

Address: 702 S. THORNTON AVENUE
DALTON, GEORGIA 30720

Vice Chairman: PAUL WALKER

Address: 107 CALAHAN ROAD, SE
DALTON, GEORGIA 30720

Director: JEFF DEAN

Address: 904 ROCKDALE DRIVE
DALTON, GEORGIA 30720

Director: PAUL CRISP

Address: ROUTE 1, BOX 308A
RURAL RETREAT, VA 24368

B. OFFICERS

President: R. GREGORY GREENE

Address: 702 S. THORNTON AVENUE
DALTON, GEORGIA 30720

Vice President: _____

Address: _____

Secretary: CHARLES BEARDEN

Address: 669 SITTON ROAD
CHATSWORTH, GEORGIA 30705

Treasurer: CHARLES BEARDEN

Address: 669 SITTON ROAD
CHATSWORTH, GEORGIA 30705

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. R. GREGORY GREENE, PRESIDENT

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

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 950580147
CONTROL NUMBER : 9323835
DATE INC/AUTH/ : 10/25/1993
JURISDICTION : GEORGIA
PRINT DATE : 02/27/1996
FORM NUMBER : 211

JEFFREY J. DEAN
101 NORTH HAMILTON ST
DALTON GA 30720

RECEIVED
CORPORATIONS DIVISION
FEB 28 1996
10:37 AM

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

RAINBORN, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

F95000001193

Document Identifier Only

U T CORPORATION SYSTEM
Registration's Name
1311 Executive Center Drive, Ste. 200
Address
Incorporation Date 12/30/91 (904) 636-0290
City State Zip Phone

CORPORATION(S) NAME

Coral Rock, Inc.

Wm. 10/1/91

- ☒ Profit
☐ NonProfit
☐ Amendment
☐ Merger
☒ Foreign
☐ Dissolution/Withdrawal
☐ Mark
☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Restatement
☐ Reservation
☐ Change of N.A.
☐ Certified Copy
☐ Photo Copies
☐ Fictitious Name
☒ Call When Ready
☐ Call if Problem
☐ After 4:30
☒ Walk In
☐ Will Wait
☐ Pick Up
☒ Mail Out

Initial Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

3:00

3/13/95

PLEASE RETURN EXTRA COPY(S)
FILE BINDED

CH2E031 (1-89)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1995

CT CORPORATION SYSTEM

SUBJECT: CORAL ROCK INC.
Ref. Number: W95000005527

We have received your document for CORAL ROCK 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):

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 895A00011074

*WALKER
WILLIAMS*

**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. Coral Rock Inc.

(Name of corporation: the word "INCORPORATED," "COMPANY," or
"CORPORATION" or words or abbreviations of like import in language, as will clearly
indicate that 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. January 10, 1995

(Date of Incorporation)

4. Perpetual

(Duration)

5. 13-3810129

(Federal Employer Identification number, if applicable)

6. Upon qualification

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. c/o The Taylor Simpson Group, One Rockefeller Plaza, New York, New York 10020

(Current mailing address)

8. Acquisition of interest in partnership owning real estate in Florida

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and address of officers and or directors:

A. Directors:

Director: Paul E. Taylor, Jr.

Address: c/o The Taylor Simpson Group, One Rockefeller Plaza
New York, New York 10020

Director: Kenneth H. Simpson

Address: c/o The Taylor Simpson Group, One Rockefeller Plaza
New York, New York 10020

President: Paul E. Taylor, Jr.

Address: c/o The Taylor Simpson Group, One Rockefeller Plaza
New York, New York 10020

Vice President Kenneth H. Simpson

Address: c/o The Taylor Simpson Group, One Rockefeller Plaza
New York, New York 10020

Secretary: Marguerite T. Mitchell

Address: c/o The Taylor Simpson Group, One Rockefeller Plaza
New York, New York 10020

Treasurer: Joseph S. Sambuco

Address: c/o The Taylor Simpson Group, One Rockefeller Plaza
New York, New York 10020

(If needed you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: CT Corporation System

Office Address: c/o CT Corporation System, 1200 South Pine Island Road

~~Plantation~~, Florida 33324
Plantation

11. 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

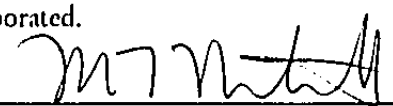
Registered agent's signature:


(Officer)

JOAN BRUNSON, ASST SECY.
(Type Name and Title of Officer)

12. 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.

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14.

MARGUERITE T. MITCHELL / Secretary
(Name and capacity of person signing application)

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 7th day of March 1995, by Marguerite T. Mitchell, Secretary of Coral Rock Inc., a Delaware corporation

Theresa Guerriero
Notary Public

State of New York at Large

County of Nassau, New York

(SEAL)

My Commission Expires:

THERESA GUERRIERO
Notary Public, State of New York
No. 5010983
Qualified in Nassau County
Commission Expires April 12, 1995.

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CORAL ROCK 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 TENTH DAY OF MARCH, A.D. 1995.

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

RECEIVED
MAR 13 07 34 00
TAXES



Edward J. Freel

Edward J. Freel, Secretary of State

2469749 8300

950054042

AUTHENTICATION

DATE

7435225

03-10-95

F95000001193

THE TAYLOR SIMPSON GROUP
ONE ROCKEFELLER PLAZA
NEW YORK, N.Y. 10020

City/State/Zip

Phone #

500001902325
-07/23/96--01124--005
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
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<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/ <u>Withdrawal</u>
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 JUL 23 PM 1:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7-30-96

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA

Coral Rock, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
96 JUL 23 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o The Taylor Simpson Group, One Rockefeller Plaza

(Mailing Address)

New York, NY 10020

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

Vice President

Title

Paul E. Taylor III

Typed or printed name

7/15/96

Date