

F95000001096

TRANSMITTAL LETTER

~~RECEIVED~~

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

RECEIVED
FEB 10 1995
DIVISION OF CORPORATIONS

SUBJECT:

SHELL EXPRESS, INC.

(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:

GRADY C. LEWIS

(Name of Person)

SHELL EXPRESS, INC.

(Firm/Company)

P.O. Box 798

(Address)

WAYCROSS, GA. 31502

(City/State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR -8 11 533

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

GRADY C. LEWIS

(Name of Person)

at (912) 283 - 5951

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

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. SHELL EXPRESS, 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
(State or country under the law of which it is incorporated)
3. 58-1850043
(FEI number, if applicable)
4. 6-16-1989
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. P.O. Box 798 / 1759 STATE ST.
WAYCROSS, GA. 31502
(Current mailing address)
8. CONVENIENCE STORE / GASOLINE
(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

Name: COLESTINE S. MORRISON

Office Address: 6511 RAMONA BLVD

JACKSONVILLE, Florida, 32205
HOME ADDRESS: 541 U.S. 90 EAST BALDWIN
BALDWIN, FL. 32234
(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.

Colestine S. Morrison
(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:

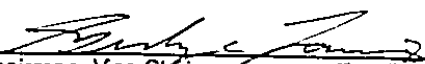
A. DIRECTORS

Chairman: GRADY C. LEWIS
Address: RT. 1 Box 286 A-3
HOBOKEN, GA. 31542
Vice Chairman: BILL F. RAULERSON
Address: 2744 SEMINOLE TRAIL
WAYCROSS, GA. 31501
Director: _____
Address: _____
Director: _____
Address: _____

B. OFFICERS

President: GRADY C. LEWIS
Address: RT. 1 Box 286 A-3
HOBOKEN, GA. 31542
Vice President: BILL F. RAULERSON
Address: 2744 SEMINOLE TRAIL
WAYCROSS, GA. 31501
Secretary: " "
Address: _____
Treasurer: " "
Address: _____

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. GRADY C. LEWIS PRESIDENT
(Typed or printed name and capacity of person signing application)

95 MAR -8 AM 9:33
SECRET
OFFICE OF THE
DIRECTOR

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

DOCKET NUMBER : 950610121
CONTROL NUMBER : 8912313
DATE INC/AUTH/FILED : 06/16/1989
JURISDICTION : GEORGIA
PRINT DATE : 03/02/1995
FORM NUMBER : 211

GRADY LEWIS
P.O. BOX 798
WATCROSS GA 31502

SECRETARY OF STATE
DIVISION OF CORPORATIONS
65 MAR -8 PM 9:33

CERTIFICATE OF EXISTENCE

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

SHELL EXPRESS, 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 and is authorized to transact business in this state.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

F95000001096



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1997

Sholl Express, Inc.
P. O. Box 289
Waycross, GA 31502

SUBJECT: SHELL EXPRESS, INC.
Ref. Number: F95000001096

700002245617--5
-07/23/97--01115--006
*****35.00 *****35.00

We have received your document for SHELL EXPRESS, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Per my phone conversation with Molly, I am returning the enclosed document. To change the name of SHELL EXPRESS, INC. in Florida to FRIENDLY EXPRESS, INC., an amended application must be completed and a certificate evidencing the change forwarded with the application. Enclosed is another application just in case you need one. Return the \$35 with your document.

As we discussed, I filed the 1997 annual report under the name SHELL EXPRESS, INC. When you return the amendment please return to the following address: Susan Payne - Personal & Confidential, Div. of Corp., P.O. Box 6327, Tallahassee, FL 32314.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 997A00032728

Same corp.

FILING 35
R. AGENT _____
CERT. COPY _____
CUS _____
OVERPAYMENT _____
TOTAL 35

NIC Amend
SP 7/17/97

SECTION I
(1-3 MUST BE COMPLETED)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

PRESIDENT
Title

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

DOCKET NUMBER : 971890323
CONTROL NUMBER : 8912313
DATE INC/AUTH/FILED: 06/16/1989
JURISDICTION : GEORGIA
PRINT DATE : 07/08/1997
FORM NUMBER : 211

FRIENDLY EXPRESS, INC.
MOLLY ROWLAND
P.O. BOX 289
WAYCROSS GA 31501

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

FRIENDLY EXPRESS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was 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, certificate of cancellation, or any other similar document 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, a statement of commencement of winding up, 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.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

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

DOCKET NUMBER : 950610121
CONTROL NUMBER : 8912313
DATE INC/AUTH/FILED : 06/16/1989
JURISDICTION : GEORGIA
PRINT DATE : 03/02/1995
FORM NUMBER : 211

GRADY LEWIS
P.O. BOX 798
WATCROSS GA 31502

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CERTIFICATE OF EXISTENCE

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

SHELL EXPRESS, 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

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

F95000001196
TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: ATLANTIC NATIONAL CORPORATION
(Name of corporation)

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:

Bill Thriet
(Name of Person)
ATLANTIC NATIONAL CORP
(Firm/Company)
P.O. Box 61000
(Address)
CHARLESTON, SC 29419-1000
(City, State and Zip Code)

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

Bill Thriet at (803) 797-4444
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

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

MAILING ADDRESS:

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

30 JUN 1995
-02/21/95--01133--005
***70.00 ***70.00



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 24, 1995

ATLANTIC NATIONAL CORP
% BILL THRIFT
P.O. BOX 61000
CHARLESTON, SC 29419-1000

SUBJECT: ATLANTIC NATIONAL CORPORATION
Ref. Number: W95000004125

We have received your document for ATLANTIC NATIONAL CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please have George Luaces sign as registered agent or delete the name from Section 9.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

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 \$1400.00.

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



FLORIDA DEPARTMENT OF STATE

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) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 395A00008526

FILED
DIVISION OF CORPORATIONS
95 MAR 13 11 49 05

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Dean Hart, do hereby certify
that this Resolution of the Board of Directors of ATLANTIC NATIONAL Corp,
a corporation duly organized and existing under the laws of the State of SC,
was duly adopted on MARCH 7, 1995.

Resolved, that ATLANTIC NATIONAL, organized
and existing in the State of SC, hereby adopts the
name ATLANTIC NATIONAL Leasing Corporation for use in Florida.

Dated: MARCH 7, 1995

Dean Hart

Signature of at least one director

00:00:00
00:00:00
00:00:00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607 OF THE FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. ATLANTIC NATIONAL CORPORATION
(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. CHARLESTON S.C. 3. 57-0717681
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/20/76 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1993
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. POB 61000
CHARLESTON SC 29419
(Current mailing address)

8. Leasing
(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: ~~GERARD L. LUCAS~~ AND DERIC DYMERSKI

Office Address: 1200 S.W. 60TH AVE
DADE, FL, Florida, 32638
(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.

x Deric J. Dymerski
(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: Vernon E. Tharion

Address: 2 Town Creek
Charleston SC 29407

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Donna Harton

Address: 4620 LAZY CREEK LN
Wadmalaw IS. SC 29417

Vice President: Bill Tharion

Address: POB 137
Folly Beach SC 29439

Secretary: Cynthia A. Harton

Address: 4620 LAZY CREEK LN
Wadmalaw IS. SC 29417

Treasurer: Terry Starkland

Address: 14 S. Hampton Dr
Charleston SC 29407

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

13.

Bice Sharp

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

14.

Bill Tharion

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

SEAL-17-07
FBI-ATLANTA
JAN 13 PM 4:06

The State of South Carolina



Office of Secretary of State Jim Miles **Certificate of Existence**

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

ATLANTIC NATIONAL CORPORATION,
a corporation duly organized under the laws of the State of South Carolina on **December 20th, 1976**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State at Columbia this 25th day of
January, 1995.

Handwritten signature of David M. Beasley in black ink.

David M. Beasley, Governor

Handwritten signature of Jim Miles in black ink.

Jim Miles, Secretary of State

Note: This certificate does not contain any representation concerning fees or taxes owed by the Corporation to the South Carolina Tax Commission or whether the Corporation has filed the annual report with the Tax Commission. If it is important to know whether the Corporation has paid all taxes due to the State of South Carolina, and has filed the annual reports, a certificate of compliance must be obtained from the Tax Commission.