

F95000002135

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

30000144403
-03/31/95--01005--006
*****70.00 *****70.00

SUBJECT: SKN ENTERPRISES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

W95-7030

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:

Kim NISBETT
(Name of Person)

SKN ENTERPRISES, INC.
(Firm/Company)

P.O. BOX 7513
(Address)

Ocala, FL 34472
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

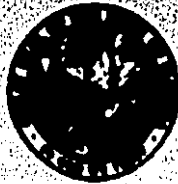
Kim + Stuart Nisbett at (904) 690-2724
(Name of Person) Area Code & Daytime Telephone Number

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

March 31, 1995

KIM NISBETT
SKN ENTERPRISES, INCORPORATED
PO BOX 7513
OCALA, FL 34472

SUBJECT: SKN ENTERPRISES, INCORPORATED
Ref. Number: W95000007030

We have received your document for SKN ENTERPRISES, INCORPORATED 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 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.

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.)

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

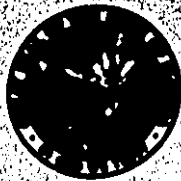
A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted 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.

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

Lee Rivers
Document Examiner

Letter Number: 795A00014852



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 6, 1995

KIM NISBETT
SKN ENTERPRISES, INCORPORATED
PO BOX 7513
OCALA, FL 34472

SUBJECT: SKN ENTERPRISES, INCORPORATED
Ref. Number: W9500007030

We have received your document for SKN ENTERPRISES, INCORPORATED and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

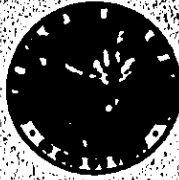
Although you made the corrections to the application which we requested in our previous letter, you neglected to provide the certificate of status we require. Please refer to the highlighted portion of the attached copy of our previous letter.

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: 395A00015822



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 13, 1995

KIM NISBETT
SKN ENTERPRISES, INCORPORATED
PO BOX 7513
OCALA, FL 34472

SUBJECT: SKN ENTERPRISES, INCORPORATED
Ref. Number: W95000007030

We have received your document for SKN ENTERPRISES, INCORPORATED and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 note that we are returning the "Marion County Occupational License" and certificate of status for a fictitious name which you submitted. You are filing this application for authorization for a Delaware corporation; the certificate of status we require comes from the Delaware Secretary of State. Please contact the Delaware Secretary of State in order to have this certificate issued to you. the Delaware Secretary of State telephone number for corporations is (302) 739-3073.

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: 395A00017085

**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. SKN ENTERPRISES, 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. DELAWARE 3. 59-3300864
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/22/95 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 3/3/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. P.O. Box 7513
Ocala, FL 34472
(Current mailing address)

8. Wholesale Distributing
(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: Mrs. Kim Nisbett

Office Address: 41 Sapphire Run
Ocala, FL 34472, Florida, 34472
(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.

Kim Nisbett
(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.

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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Kim NISBETT

Address: 41 SAPHIRE Run

OCALA, FL 34472

Vice President: Stuart NISBETT

Address: 41 SAPHIRE Run

OCALA, FL 34472

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

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

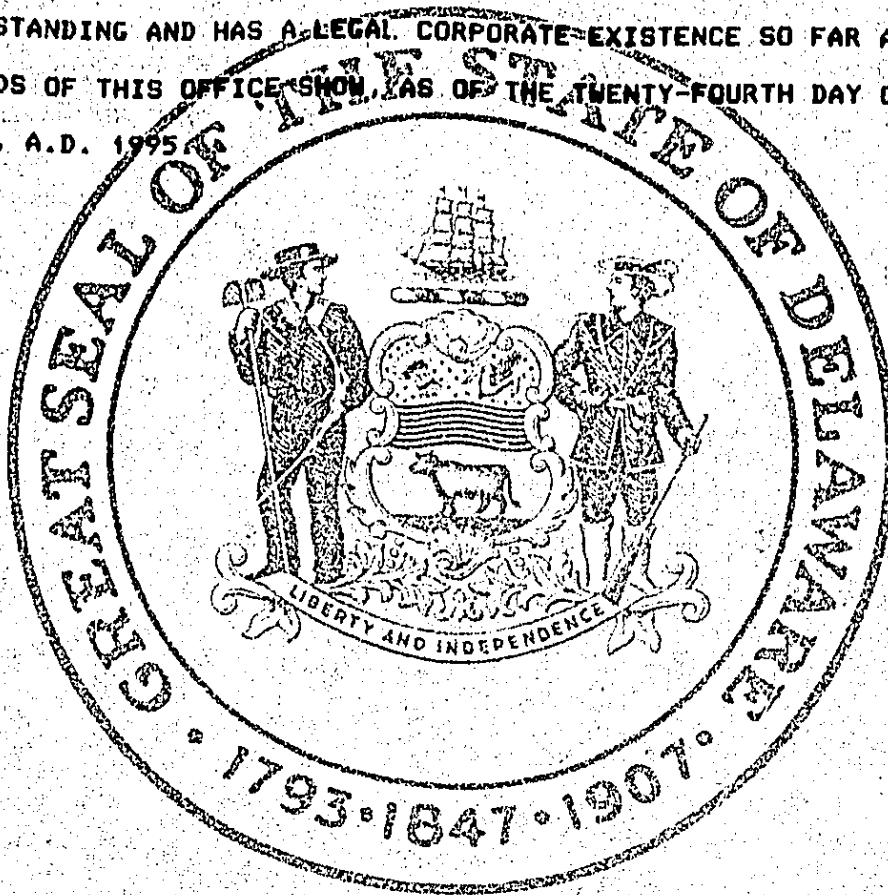
14.

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

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SKN ENTERPRISES, 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 TWENTY-FOURTH DAY OF APRIL, A.D. 1995.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7481790

DATE: 04-24-95

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July 6, 1995

Internal Revenue Service
Attn: Entity Unit
Stop 49
Atlanta, GA 39901

RE: SKN ENTERPRISES, INC.

Dear Sirs:

Please discard Federal ID #59-3300864. This number was set up as a partnership and SKN ENTERPRISES has become incorporated. The company's new Employer ID is #65-0583569.

We appreciate your prompt attention to this matter. Please adjust our records at your earliest convenience.

Sincerely,

Kim Nisbett
Kim Nisbett, President
SKN ENTERPRISES, INC.

cc: Florida Dept. Of State - Div. Of Corporations
The Company - Delaware

DMC
7-11-95