

F9500002175

DIVISION OF CORPORATION

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, FL. 32301 (904) 656-8298

City

State

Zip

Phone

200001462132

-04/21/95--01041--025

*****70.00 *****70.00

CORPORATION(S) NAME

The Fun Company, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS / G/S

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call If Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

3:00

4/21/95

PLEASE RETURN: EXTRA COPY(S)

FILED
95 MAY - 2 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CR2E031 (1-89)

3658 Atlanta Industrial Drive
Suite D
Atlanta, Georgia 30331



(404) 505-8811
(800) 441-0589
Fax (404) 505-8711

April 19, 1995

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: The Fun Company, Inc.

Ladies and Gentlemen:

In response to your letter dated March 23, 1995, enclosed is an application to qualify The Fun Company, Inc. to transact business in the State of Florida. Although we have been doing business in Florida since June, 1985, we believe that we have been correct in relying on the exemption for "soliciting or obtaining orders, whether by mail or through employees or agents or otherwise, if the orders require acceptance outside this state [Florida] before they become contracts." However, because the applicability of the exemption is not free from doubt, beginning with the enclosed application, we intend to comply with all requirements relating to transacting business in Florida as a foreign corporation.

If you have any questions relating to the nature of our business or the enclosed application, please contact the undersigned at (404) 505-8811.

Sincerely,

Edwin N. Gambrell
Chairman

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TALLAHASSEE, FLORIDA

3658 Atlanta Industrial Drive
Suite D
Atlanta, Georgia 30331



(404) 505-8811
1(800) 441-0589
Fax (404) 505-8711

April 25, 1995

Ms. Freta Lott
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Ms. Lott,

It has come to my attention that there is an error on The Fun Company, Inc.'s Application for Authorization to Transact Business in the State of Florida.

Item #6 on page 1 of the application states that June 1, 1985 was the date business was first transacted in Florida. I misunderstood this blank and did not realize that this meant "per Florida statutes sections 607.1501, 607.1502, and 817.155." Per the aforementioned statutes, the date that The Fun Company first transacted business in Florida is January 1, 1995. Please amend item #6 accordingly.

Also enclosed is a Corporate Resolution stating our name as The Fun Company, Inc. of Georgia.

Thank you for your continued help. Please contact me if you have questions regarding any of the above.

Sincerely,

Rene D. Iverson
Executive Assistant

:rdi

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TALLAHASSEE, FLORIDA

April 25, 1995

CERTIFICATE OF CORPORATE RESOLUTION

Resolved that The Fun Company, Inc., organized and existing in the State of Georgia, hereby adopts the name The Fun Company, Inc. of Georgia for use in the State of Florida for all purposes; and further resolved that the officers of the Corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the Corporation to do business within the State of Florida under the name of The Fun Company, Inc. of Georgia, and resolved further that all activities and business of the Corporation within the State of Florida shall be carried out under the name The Fun Company, Inc. of Georgia.

Corporation: The Fun Company, Inc.

By: *James D. [Signature]*

Title: President

Date: April 25, 1995

James Holt (Secretary)

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TALLAHASSEE, FLORIDA

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. The Fun Company, 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. State of Georgia

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

3. 58-1625283

(FEI number, if applicable)

4. June 1, 1985

(Date of incorporation)

5. Perpetual

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

6. June 1, 1985

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

7. 3658-D Atlanta Industrial Drive

Atlanta, Georgia 30331

(Current mailing address)

8. Employee Relations events

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida ,

33324

(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.

Connie Bryan
(Registered agent's signature)

CONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

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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 TALLAHASSEE, FLORIDA

04-13-95 02:56PM

TO 64045056711

P005

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Edwin N. Gambrell

Address: 5561 Clinchfield Tr.
Norcross, GA 30092

Vice-Chairman: Director: Frank O. Robertson

Address: 6725 Pine Mill Lane
Atlanta, GA 30328

Director: Jerry W. Holt

Address: 1950 McEachern Manor Drive
Marietta, GA 30064

Director: Thomas M. Carney

Address: 1195 Francis Street, NW
Atlanta, GA 30318

B. OFFICERS

President: Edwin N. Gambrell

Address: (see above)

Vice President: Frank Robertson

Address: (see above)

Secretary: Jerry W. Holt

Address: (see above)

Treasurer: Thomas M. Carney

Address: (see above)

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TALLAHASSEE, FLORIDA

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

13.

Edwin N. Gambrell, President

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

14.

Edwin N. Gambrell, Chairman & President

(Typed or printed name and capacity, as per the signing application)

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

DOCKET NUMBER : 950940774
CONTROL NUMBER : 6512099
DATE INC/AUTH/FILED : 05/31/1985
JURISDICTION : GEORGIA
PRINT DATE : 04/04/1995
FORM NUMBER : 211

JAN EZELL
ALSTON & BIRD
1201 WEST PEACHTREE STREET
ATLANTA GA 30309

CERTIFICATE OF EXISTENCE

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

THE FUN COMPANY, 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

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TALLAHASSEE, FLORIDA

CORPORATIONS
656-2817

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