

F9500002312



LAW OFFICES OF
PRENTICE HALL
1000 DEADERICK ST.
SUITE 1000
TALLAHASSEE, FL
32301-3222

95 MAR 21 AM 10:45
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 562609 6577A

AUTHORIZATION :

COST LIMIT : 9 122.50

Patricia Pigott

ORDER DATE : March 20, 1995

ORDER TIME : 10:0 AM

ORDER NO. : 562609

800001434628

CUSTOMER NO: 6577A

CUSTOMER: Gina Proctor, Legal Asst
Petree Stockton
1001 West Fourth Street
Winston-Salem, NC 27101

95 MAR 21 AM 10:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JF
FILED

W95-1621

FOREIGN FILINGS

NAME: BROWN JORDAN COMPANY

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 21, 1995

CSC NETWORKS

SUBJECT: BROWN JORDAN COMPANY
Ref. Number: W95000006214

Re-submit

Use file date if possible
(See Sworn affidavit)

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

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 \$3896.25.

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 Sintt
Document Examiner

Letter Number: 395A00012570

**STATE OF NORTH CAROLINA
COUNTY OF GUILFORD**

**Re: Brown Jordan Company (the "Company")
Application by Foreign Corporation for Authorization
to Transact Business in Florida (the "Application")**

AFFIDAVIT

- 1) Activities of the Company prior to the submission of the Application consisted of soliciting or obtaining orders, whether by mail or through independent contractors, or otherwise, which required acceptance outside of the State of Florida before they became contracts. Such activities do not constitute transacting business according to Section 607.1501 of the 1989 Florida Business Corporation Act; and further
- 2) The Company intends to qualify for authorization to transact business in Florida for future purposes.

This is the 5 day of May, 1995.

BROWN JORDAN COMPANY

Alas A. Cade
William S. Creekmuir
Vice President, Secretary and Treasurer
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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STATE OF NORTH CAROLINA
COUNTY OF GUILFORD

The foregoing Affidavit was sworn to before me this 5th day of May, 1995, by William S. Creekmuir, the Vice President, Secretary and Treasurer of Brown Jordan Company.

Dorothy A. Culler
Notary Public

My commission expires:

My commission expires:
June 22, 1997
461299303

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. <u>Brown Jordan Company</u> | (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. <u>North Carolina</u> | 3. <u>56-1660874</u> | (State or country under the law of which it is incorporated) (FEI number, if applicable) |
| 4. <u>June 20, 1969</u> | 5. <u>perpetual</u> | (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual") |
| 6. <u>7/1/89</u> | (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.) | |
| 7. <u>One Plaza Center, Box HP-3</u> | (Current mailing address) | |
| 8. <u>Retail Furniture Sales</u> | (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) | |
| 9. <u>Name and street address of Florida registered agent</u> | Name: <u>CORPORATION SERVICE COMPANY</u> | |
| Office Address: <u>1201 Hayes Street</u> | TALLAHASSEE, FLORIDA, 32301 | |
| | (Zip Code) | |

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(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.

Lisa G. Mulligan
(Registered agent's signature)

Lisa G. Mulligan, As Agent

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: Richard R. Allen

Address: One Plaza Center, Box HP-3
High Point, NC 27261

Vice Chairman: _____

Address: _____

Director: Fred L. Schuermann, Jr.

Address: One Plaza Center, Box HP-3
High Point, NC 27261

Director: William S. Creekmuir

Address: One Plaza Center, Box HP-3
High Point, NC 27261

B. OFFICERS

President: James Mueller

Address: 9860 Gidley Street
El Monte, CA 91731-1136

Vice President: Fred L. Schuermann, Jr.

Address: One Plaza Center, Box HP-3
High Point, NC 27261

V.P. And
Secretary: William S. Creekmuir

Address: One Plaza Center, Box HP-3
High Point, NC 27261

Treasurer: William S. Creekmuir

Address: One Plaza Center, Box HP-3
High Point, NC 27261

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

13.

John A. Peeler

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

14. William S. Creekmuir, Vice President, Secretary & Treasurer
(Typed or printed name and capacity of person signing application)

95 MAR 21 AH 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

I, RUFUS L. EDMISTEN, Secretary of State of the State of North Carolina, do hereby certify that

BROWN JORDAN COMPANY

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 20th day of June, 1989, with its period of duration being perpetual.

I FURTHER certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 21st day of February, 1989.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Rufus L. Edmiston
Secretary of State

000010123



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-6933 FAX

800-141-8081

F9500002312

ACCOUNT NO. : 072100000032
REFERENCE : 934843 4303194
AUTHORIZATION : *Patricia Pigots*
COST LIMIT : \$ 35.00

FILED
96 APR 30 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400001801254

ORDER DATE : April 29, 1996

ORDER TIME : 9:56 AM

ORDER NO. : 934843

CUSTOMER NO: 4303194

CUSTOMER: Ms. Hong Ta
Paul, Hastings, Janofsky &
553 S. Flower Street, 23rd Fl.

Los Angeles, CA 90071

FOREIGN FILINGS

NAME: BROWN JORDAN COMPANY

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

RECEIVED
96 APR 30 11:17
Simo
CORPORATION

Withdr
CKP
4/30

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

Brown Jordan Company
(Name of Corporation)

North Carolina
(Incorporated Under Laws Of)

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.

FILED
96 APR 30 PM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
31

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.

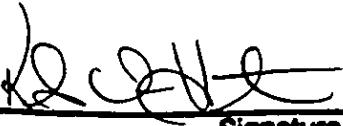
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1925 Century Park East, Suite 810

(Mailing Address)

Los Angeles, CA 90067
(City - State - Zip)

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


Signature

Secretary

December 29, 1995

Date

Kenton S. Van Harten
Typed or printed name

Secretary

Title

F 95000002312

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Brown Jordan Company EIN or SS#: 56-1660874

Address: 9860 Gidley Street
El Monte, CA 91734

Amount: 225.00 Date Paid 6/11/96

Reason for claim: F95000002312 over payment
corp with Brown

Certified true and correct this 26th day of June, 1996.

Signature: Laura Hoffman (Accounting Manager)

* Must be completed if authority is other than Section 215.26, Florida Statutes.

6/15/96
JUL 13 1996

For Agency Use Only
Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 225.00

The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. 9617861042 and 6/11/96.

Name of Account: 45202130001453000000000010000

Statutory Authority for Collection: 1087

It is requested that payment be made from the following account:

NAME OF ACCOUNT: 452021300014530000000022002000

Certified true and correct this 3rd day of July, 1996.

Department of State, Division of Corporations
(Agency)

Laura Beyer REAU CHIEF
Authorized Signatures and Title