

F95000002566

MK HOLDING COMPANY, INC.
2171-I KINGSTON COURT
MARIETTA, GEORGIA 30067
(404) 953-4361

May 1, 1995

Qualification/Tax Lien Section
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

600001482806
-05/10/95--01076--001
*****75.00 *****75.00

Re: MK Holding Company, Inc., a Georgia corporation

Gentlemen:

W95-9960

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence" from the Secretary of State of Georgia dated March 24, 1995, and our check are submitted to register the above referenced foreign corporation to transact business in Florida.

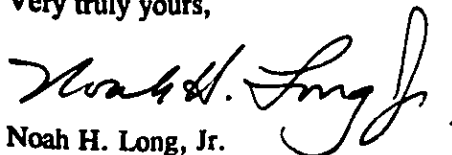
Please return all correspondence concerning the matter to the following:

Mr. Noah H. Long, Jr.
MK Holding Company, Inc.
2171-I Kingston Court
Marietta, Georgia 30067

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

Noah H. Long Jr. at (404) 888-6816

Very truly yours,



Noah H. Long, Jr.

encl.

95/5/26
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 26 AM 9:12

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned NOAH H. LONG, JR., do hereby certify
that this Resolution of the Board of Directors of MK HOLDING COMPANY, INC.
a corporation duly organized and existing under the laws of the State of GEORGIA,
was duly adopted on MAY 23, 1995.

Resolved, that MK HOLDING COMPANY, INC., organized
and existing in the State of GEORGIA, hereby adopts the
name MK-PPBL COMPANY, INC. for use in Florida.

Dated: MAY 23, 1995

Noah H. Long, Jr.
Signature of at least one director
VICE - PRESIDENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 26 AM 9:12

**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. MK HOLDING 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. GEORGIA 3. 58-211180
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAY 12, 1994 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. MAY 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 2171-I KINGSTON COURT
MARIETTA, GA 30067
(Current mailing address)

8. OWN & MANAGE REAL ESTATE AND OTHER LAWFUL ACTIVITIES
(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: H. RANDOLPH KLEIN

Office Address: 333 NW 3RD AVE

OCALA, Florida, 34475
(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.

H. Randolph Klein
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 26 AM 9:12

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

A. DIRECTORS

Chairman: MARILYN M. LONG
Address: 7475 WILDERCLIFF DRIVE
ATLANTA, GA 30328-1155

Vice Chairman: KAREN D. KROEDER
Address: 4309 BELMONT PARK TERR.
NASHVILLE, TN 37215

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: HENRY E. KROEDER
Address: 4309 BELMONT PARK TERR.
NASHVILLE, TN 37215

Vice President: NOAH H. LONG, JR.
Address: 7475 WILDERCLIFF DR.
ATLANTA, GA 30328-1155

Secretary: _____
Address: _____

Treasurer: MARILYN M. LONG
Address: 7475 WILDERCLIFF DR.
ATLANTA, GA 30328-1155

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 26 AM 9:12

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

13.

Noah H. Long Jr.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

NOAH H. LONG, JR. VICE-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 : 950830668
CONTROL NUMBER : 9412357
DATE INC/AUTH/FILED : 05/12/1994
JURISDICTION : GEORGIA
PRINT DATE : 03/24/1995
FORM NUMBER : 211

M K HOLDING COMPANY, INC.
ATTN: NOAH LONG
2171 KINGSTON COURT STE 1
MARIETTA GA 30067

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 26 AM 9:12

CERTIFICATE OF EXISTENCE

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

**M K HOLDING 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 STATE

CORPORATIONS
656-2817

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