

~~9500002974~~ THE COMPANY CORPORATION

Three Christina Centre • 201 N. Walnut Street • Wilmington, Delaware 19801 • Telephone: (302) 575-0100 • Fax: (302) 575-1300

February 10, 1995

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

RE: CD Smiths Inc.
9412082459281

800001417188
-02/28/95--01072--012
*****70.00 *****70.00

Dear Sir or Madam:

W 95-4483

Enclosed please find Application for Authority, Certificate of Good Standing and our check(es) in the amount of \$70.00 for CD Smiths Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 208 with questions regarding the enclosed application.

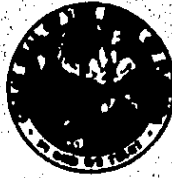
Sincerely,

Kimberly Andras

enc.

*per Susan Rosenthal to change
the name on the resolution.
mtr*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:53
mtr



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 28, 1995

KIMBERLY ANDRAS/ THE COMPANY CORP.
THREE CHRISTINA CENTRE
201 N. WALNUT STREET
WILMINGTON, DE 19801

SUBJECT: CD SMITHS INC.
Ref. Number: W95000004483

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:53

We have received your document for CD SMITHS INC. 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 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.

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: 695A00008965



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 26, 1995

**SUSAN P. ROSENTHAL/ THE COMPANY CORPORATION
THREE CHRISTINA CENTRE
201 N. WALNUT STREET
WILMINGTON, DE 19801**

**SUBJECT: CD SMITHS INC.
Ref. Number: W95000004483**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:53

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

The name you wish to adopt, CDS, INC., is also unavailable. Please choose a different name to adopt for use in Florida.

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

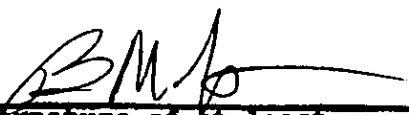
Letter Number: 795A00026766

RESOLUTION BY BOARD OF DIRECTORS

I, the undersigned BRIAN M. SMITH, do
certify that this Resolution by Board of Directors
of CD SMITH'S, a corporation duly organized and
existing under the laws of the State of DELAWARE,
was duly adopted on Jan 1, 1995.

Resolved, that CD SMITH'S organized and
existing in the State of DELAWARE, hereby
adopts the name ~~CD SMITH'S~~ for
use in Florida. COB Smith's, Inc.

Dated: 16 MAY/95


Signature of at least one Director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:03

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. CDSmiths 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
(State or country under the law of which it is incorporated)
3. NOT NECKING YET
(FEI number, if applicable)
4. 7 DEC 94
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. Jan 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 8206 Blazing Star Road
Jacksonville FL 32210
(Current mailing address)
8. Data and Media transfer to CD-ROM
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 JUN 20 AM 11:53

9. Name and street address of Florida registered agent:

Name: Larry Wolfe
Office Address: 200 A John Knox Rd.
Tallahassee, Florida, 32303
(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.

See Attached
(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: Brian Smith
Address: 821 Star Rd
Jac FL 32210

Vice Chairman: Jonathan
Address: 8206 Blazing Star Rd
Jacksonville FL 32210

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: Brian Smith
Address: 8206 Blazing Star Rd
Jacksonville FL 32210

Vice President: Jonathan Nolan
Address: 8206 Blazing Star Rd
Jacksonville FL 32210

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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

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

14. JONATHAN B NOLAN
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:53

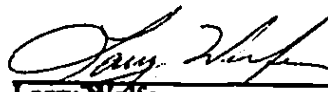
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is
submitted:

First, this CD Smiths INC.

desiring to organize under the laws of the state of Florida with its principal place of
business located in the city of JACKSONVILLE, State of
Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee
32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.


Larry Wolfe

2/10/95
Date

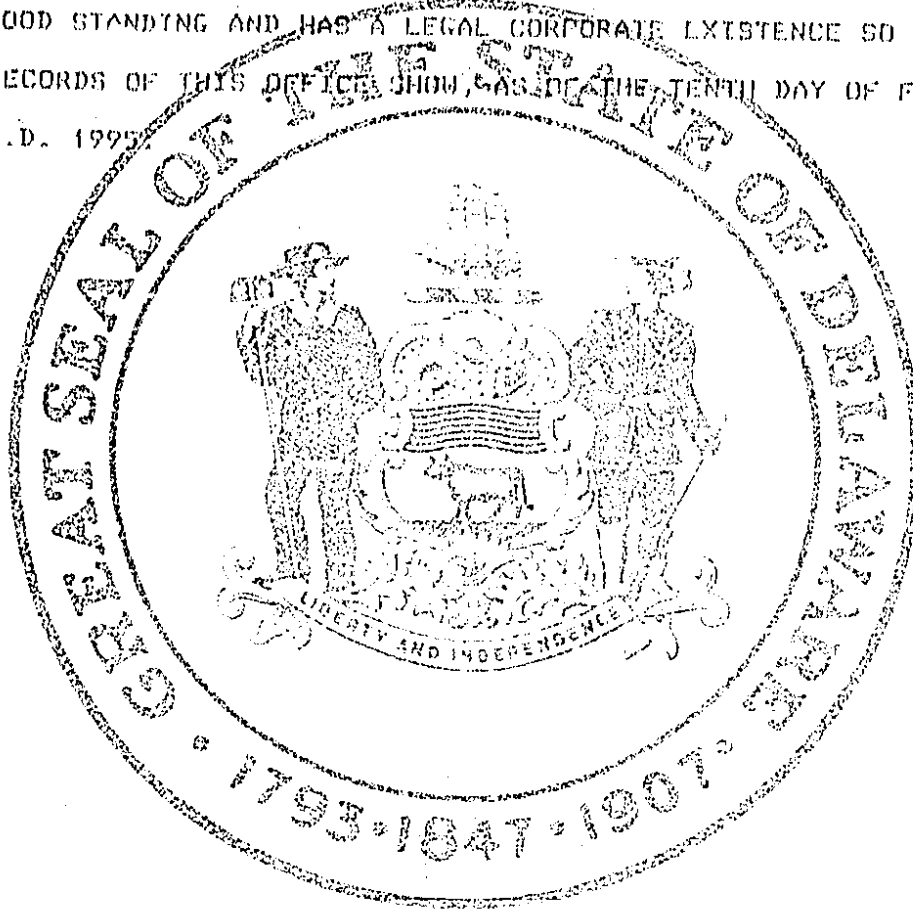
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:53

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CD SMITHS 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 TENTH DAY OF FEBRUARY, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 AM 11:53



Edward J. Freel

Edward J. Freel, Secretary of State

2459201 6300

950031700

AUTHENTICATION:

7404225

DATE:

02-10-95

F95000002974

Brian & Maria Smith
414 Sarah St.
Walterboro, SC 29488

City/State/Zip Phone #

900001837699
-05/24/96--01006--013
***35.00 ***35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 23 PM 12:50

JUN 1 1996

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 23 PM 12:50

CD SMITHS INC. dba CDB Smith's, Inc.
(Name of Corporation)

DELAWARE

(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.

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.

414 SARAH ST

(Mailing Address)

WALTERBORO SC 29488

(City/State/Zip)

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


Signature

PRESIDENT
Title

BRIAN M. SMITH
Typed or printed name

20 MAY 96
Date