

# F9500000 3623

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

600001547356  
-07/27/95--01003--014  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: BETTER BUILT MEDIA GROUP, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

M. Julian Proctor, Jr.

(Name of Person)

Macfarlane Ausley Ferguson & McMullen

(Firm/Company)

Post Office Box 391

(Address)

Tallahassee, FL 32302

(City, State and Zip Code)

Will  
Wait

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

M. Julian Proctor, Jr.  
(Name of Person)

at ( 904 ) 224 - 9115  
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

98 7/27  
95 JUL 27 AM 11:57  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**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. Better Built Media Group, 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. Arkansas  
(State or country under the law of which it is incorporated)
3. Applied for  
(FEI number, if applicable)
4. July 24, 1995  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Applicant has not yet transacted business in Florida.  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 120 East Fourth Street  
Little Rock, Arkansas 72201  
(Current mailing address)
8. Acquire, manage, own and operate newspapers of general circulation and related matters.  
(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: Julian Proctor, Jr.  
  
Office Address: 316 East Jefferson Street  
Tallahassee, Florida, 32301  
(Zip Code)

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DIVISION OF CORPORATIONS  
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**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.*

Julian Proctor, Jr.  
(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.

07-26-95 10:44AM

FROM CLARK PASTINGTON

TO 4730346

F003/003

RUSLEY LAW FIRM

TEL:904-222-7139

Jul 26 95 12:22 No.006 P.04

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Rupert E. Phillips

Address: 609 Gulf Shore Drive

Destin, Florida 32541

Director: Harold C. Daws

Address: 208 Northcliff Drive

Gulf Breeze, Florida 32561

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Rupert E. Phillips

Address: 609 Gulf Shore Drive

Destin, Florida 32541

Vice President: Harold C. Daws

Address: 208 Northcliff Drive, Gulf Breeze, Florida 32561

Vice President: James N. Perry

Address: 212 E. Main Street, Leesburg, Florida 34749

Secretary: Sandra K. Phillips

Address: 609 Gulf Shore Drive

Destin, Florida 32541

Treasurer: Alan Payne

Address: 212 E. Main Street, Leesburg, Florida 34749

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

13. Harold C. Daws  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Harold C. Daws, Vice President  
(Typed or printed name and capacity of person signing application)

95 JUL 27 AM 11:58

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS



Sharon Priest  
SECRETARY OF STATE

# State of Arkansas SECRETARY OF STATE

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 27 AM 11:58

## CERTIFICATE OF GOOD STANDING OF A DOMESTIC CORPORATION

I, Sharon Priest, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

BETTER BUILT MEDIA GROUP, INC.

a corporation chartered under the laws of the State of ARKANSAS  
filed Articles of Incorporation JULY 24, 1995

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and official seal, on this, the  
26TH day of JULY, 19 95

Sharon Priest  
Sharon Priest, Secretary of State

by: Mark McMahon  
MARK MCMAHAN  
Corporations Division

C-2/Rev 10-1-88

F95 0000 362 3

ROSE LAW FIRM

A PROFESSIONAL ASSOCIATION

ATTORNEYS

120 EAST FOURTH STREET  
LITTLE ROCK, ARKANSAS 72201-2893

TELEPHONE (501) 378-9131

FACSIMILE (501) 378-1309

U. M. ROSE

1834-1813

July 10, 1996

WRITER'S DIRECT DIAL NO.

GEORGE E. CAMPBELL  
HERBERT C. RILE III  
W. WILSON JONES  
ALLEN W. BIRD II  
WILLIAM E. BISHOP  
C. BRANTLY BUCK  
TIM BOK  
M. JANE DICKEY  
WILLIAM H. KENNEDY, III  
RONALD M. CLARK  
GARLAND J. GARRETT  
JERRY C. JONES  
THOMAS P. THRASH  
CHARLES W. BAKER  
DAVID L. WILLIAMS  
JACKSON FARROW JR.  
LEB H. SALEDGE  
JIM HUNTER BIRCH  
KEVIN R. BURNS  
RICHARD T. DONOVAN  
RICHARD N. HASSEY  
JOHN T. HARDIN  
STEPHEN N. JOINER  
JAMES H. GARY  
JAMES H. DRUFF  
GORDON M. WILBOURN

AMY LEE STEWART  
DAVID A. SMITH  
BRIAN ROSENTHAL  
J. SCOTT SCHALLHORN  
JEFFREY J. DEARHART  
JAMES L. HARRIS  
CLAY H. DAVIS  
MARK ALAN PEOPLES  
FRANKLIN H. FAUST  
BRYANT K. GRANFORD  
GRANT E. FORTSON  
DAVID P. MARTIN  
KATHRYN BENNETT PERKINS  
JOHN P. FLETCHER  
OODDLOE H. PARTER  
MICHAEL N. SHANNON  
CRAIG S. LAIR  
DEANNA J. WEISSE

J. DARTON WILLIAMSON  
PHILLIP CARROLL  
W. DAKE CLAY  
JOHN A. DAVIS, III  
OF COUNSEL

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

700001894157  
-07/16/96--01044--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Better Built Media Group, Inc.  
Change of Registered Agent and Office

Dear Sir:

Would you please file the enclosed "Statement of Change of Registered Agent or Both for Corporations" for Better Built Media Group, Inc.

Enclosed is a check for \$35.00 to cover filing fees and a stamped, self-addressed envelope for your convenience in returning the filing acknowledgement.

Thank you for your attention to this matter. If you have any questions concerning this request, please do not hesitate to call me collect at (501) 377-0309.

Sincerely,

*Sheryl Washington*  
Sheryl Washington  
Legal Assistant

Enclosures

cc: J. Farrow Jr.

FILED  
96 JUL 15 PM 4:24  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

*EAH*  
*7/15*

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT  
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Arkansas submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Better Built Media Group, Inc.

1b. The mailing address of the corporation is : 120 East Fourth Street, Little Rock, AR 72201

1c. Date of incorporation: 7/27/95 (Florida) Document number: 195000003623

2. The name and address of the current registered agent and office:

Julian Proctor, Jr.  
316 East Jefferson Street  
Tallahassee, FL 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Accepted)

James N. Perry  
212 East Main Street-P. O. Box 490007  
Leesburg, FL 34749-0007

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Rupert E. Phillips  
(Signature of an officer, chairman or  
vice chairman of the board)

6/27/96  
(Date)

Rupert E. Phillips, President  
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

James N. Perry  
(Signature of Registered Agent)

6/28/96  
(Date)

If signing on behalf of an entity:

James N. Perry  
(Typed or Printed Name)

Vice President  
(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314