

TRANSMITTAL LETTER

600001625976
-11/02/95--01025--009
*****70.00 *****70.00

SUBJECT: Cutters Korner, Inc., a Delaware corporation
(Name of corporation - must include suffix)

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.

THANK YOU VERY MUCH,
FRETA, FOR ALL YOUR
HELP ON THE TELEPHONE
YESTERDAY.

Area Code & Daytime Telephone Number

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

55 OCT 27 AM 9:31

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. Cutters Korner, 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 3. 59-3338097
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 27, 1994 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 11290 St. Johns Industrial Pkwy., Suite 1
Jacksonville, Florida 32246
(Current mailing address)
8. Wholesale distribution of parts
(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: Nadine G. McFatter
Office Address: 234 9th Ave., So.
Jax Beach, Florida, 32250
(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.

Nadine G. McFatter
(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: Kimberly Ann Nielsen

Address: 11290 St. Johns Industrial Pkwy., #1

Jacksonville, Florida 32246

Vice Chairman: None

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Kimberly Ann Nielsen

Address: 11290 St. Johns Industrial Pkwy., #1

Jacksonville, Florida 32246

Vice President: None

Address: _____

Secretary: Nadine G. McFatter

Address: 234 9th Ave., So.

Jax Beach, Florida 32250

Treasurer: Kimberly Ann Nielsen

Address: 11290 St. Johns Industrial Pkwy., #1, Jax, FL 32246

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

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

14. Kimberly Ann Nielsen, President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CUTTERS KORNER, 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 EIGHTEENTH DAY OF JULY, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

95 OCT 27 AM 9:21
TELETYPE
TELETYPE
TELETYPE



Edward J. Freel

Edward J. Freel, Secretary of State

2449879 8300

950159584

ATTESTATION

DATE

7575932

07-18-95