

F95 000005923
TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

100001639731
-11/16/95--01122--007
*****78.75 *****78.75

SUBJECT: FOX DISTRIBUTORS, 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:

MR. J. DOUGLAS LEATHERS, EXEC. V.P.
(Name of Person)

FOX DISTRIBUTORS, INC.
(Firm/Company)

2870 FORREST HILLS DRIVE
(Address)

ATLANTA, GA 30315
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC -5 PM 3:55

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

Mrs. Cynthia K. Leathers, President, OR
Mr. J. Douglas Leathers, Exec. V.P.

(Name of Person)

at (404) 767 0688
(Area Code & Daytime Telephone Number)

Fax No. 404 767 4841

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1995

**J. DOUGLAS LEATHERS
FOX DISTRIBUTORS, INC.
2870 FORREST HILLS DR
ATLANTA, GA 30315**

**SUBJECT: FOX DISTRIBUTORS, INC.
Ref. Number: W95000022862**

We have received your document for FOX DISTRIBUTORS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 695A00051174

**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. FOX DISTRIBUTORS, 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
(State or country under the law of which it is incorporated)
3. 58-2118729
(FEI number, if applicable)
4. 6/2/94
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2879 FORREST HILLS DRIVE, S.W.
ATLANTA, GA 30315
(Current mailing address)
8. ENGAGING IN ANY LAWFUL BUSINESS
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: MIKE BASS
Office Address: 3761 MOSS POINT CIRCLE
LAKEWORTH, Florida, 33467
(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.


(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.

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

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

Chairman: Cynthia K. Leathers
Address: 135 Oak Manor, Fayetteville, GA 30214

Director: Jack Douglas Leathers
Address: 135 Oak Manor, Fayetteville, GA 30214

Director: Sheila Rickard
Address: 1307 Cobblestone Blvd., Fayetteville, GA 30215

Director: Chris Hales
Address: 2451 Johnson Drive, Doraville, GA 30134

Director: Dorothy Clinkscales
Address: 144 Capri Circle, Hartwell, GA 30643

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

President: Cynthia K. Leathers
Address: 135 Oak Manor, Fayetteville, GA 30214

Exec. V.P.: Jack Douglas Leathers
Address: 135 Oak Manor, Fayetteville, GA 30214

Secretary: Sheila Rickard
Address: 1307 Cobblestone Blvd., Fayetteville, GA 30215

Treasurer: Jack Douglas Leathers
Address: 135 Oak Manor, Fayetteville, GA 30214

Vice Pres: Jack Douglas (Jay) Leathers, Jr.
Address: 1955 Belts Ferry Road N.E., Apt 2024, Marietta, GA 30066

13. Cynthia K. Leathers *
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of application)

14. Cynthia K. Leathers, President & CEO
(Typed or printed name and capacity of person signing application)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 952990411
CONTROL NUMBER : 9414257
DATE INC/AUTH/FILED: 06/02/1994
JURISDICTION : GEORGIA
PRINT DATE : 10/26/1995
FORM NUMBER : 211

FOX DISTRIBUTORS, INC.
J. DAVID LINDHOLM
2020 HOWELL MILL ROAD, SUITE 121-C
ATLANTA GA 30318

CERTIFICATE OF EXISTENCE

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

FOX DISTRIBUTORS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was 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, certificate of cancellation, or any other similar document 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, a statement of commencement of winding up, 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

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DIVISION OF CORPORATIONS
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CORPORATIONS
656-2817

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