

CAPITAL CONNECTION INC.

37 E. Virginia St., Suite 11, Tallahassee, FL 32301, (904) 488-1222

Mailing Address: Post Office Box 10000, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-6662

FAX (904) 771-1222

F9500006233

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

W95-24755

RE 12/21/95 12/21/95
DIVISION OF CORPORATIONS C.C. FEE. DISBURSED

- ☐ Capital Express
- ☐ Art. of Inc. File
- ☐ Corp. Record Search
- ☐ Ltd. Partnership File
- ☒ Foreign Corp. File
- ☒ () Cert. Copy(s)
- ☐ Art. of Amend. File
- ☐ Dissolution/Withdrawal
- ☒ C U S - 95
- ☐ Fictitious Name File
- ☐ Name Reservation
- ☐ Annual Report/Reinstatement
- ☐ Reg. Agent Service
- ☐ Document Filing
- ☐ Corporate Kit
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ Document Retrieval
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ File No.'s, _____ Copies
- ☐ Courier Service
- ☐ Shipping/Handling
- ☐ Phone () _____
- ☐ Top Priority
- ☐ Express Mail Prep.
- ☐ FAX () _____ pgs.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

LA
12/21

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY APL _____

WALK-IN
Will Pick Up 12/21 1:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**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. Mo-An of K and M, 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. North Carolina 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 5, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or perpetual)

6. January 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.106, F.S.))

7. 6000 Meadowbrook Mall, Suite 27

Clemmons, NC 27012

(Current mailing address)

8. See Exhibit A attached

(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: Capital Connection, Inc.

Office Address: 417 E. Virginia Street, Suite 1

Tallahassee

, Florida , 32301

(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.

Barbara Neely, President
(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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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Don G. Angell

Address: 6000 Meadowbrook Mall, Suite 27
Clemmons, NC 27012

Vice Chairman: _____

Address: _____

Director: Daniel D. Mosca

Address: 150 Fayetteville Street Mall, Suite 2700
Raleigh, NC 27601

Director: Craig Souza

Address: 5109 Bur Oak Circle
Raleigh, NC 27612

B. OFFICERS

President: See Exhibit B attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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.

Don G. Angell, Chairman of the Board

(Typed or printed name and capacity of person signing application)

Exhibit A
to
Foreign Corporation Application
for
Mo-An of K and M, Inc.

8. Purposes of corporation authorized in home state or country to be carried out in the state of Florida:

The purpose for which the Corporation is organized is limited solely to (i) owning and holding a membership interest in and acting as manager of Mo-An of Kansas and Missouri, LLC, a North Carolina limited liability company (the "LLC"); and (ii) to transacting any and all lawful business for which a corporation may be incorporated under the laws of the states of North Carolina and Florida that is incident, necessary and appropriate to the foregoing.

Exhibit B
to
Foreign Corporation Application
for
Mo-An of K and M, Inc.
12. B. Officers

<u>Title</u>	<u>Name</u>	<u>Street Address</u>	<u>City/State/Zip</u>
Chairman of the Board	Don G. Angell	6000 Meadowbrook Mall, Suite 27	Clemmons, NC 27012
President	Daniel D. Mosca	150 Fayetteville Street Mall, Suite 2700	Raleigh, NC 27601
Vice President	Don G. Angell	6000 Meadowbrook Mall, Suite 27	Clemmons, NC 27012
Vice President	Valerie Michelotti	6000 Meadowbrook Mall, Suite 27	Clemmons, NC 27012
Secretary	Valerie Michelotti	6000 Meadowbrook Mall, Suite 27	Clemmons, NC 27012
Assistant Secretary	Don G. Angell	6000 Meadowbrook Mall, Suite 27	Clemmons, NC 27012
Assistant Secretary	Daniel D. Mosca	150 Fayetteville Street Mall, Suite 2700	Raleigh, NC 27601
Assistant Secretary	F. Frank Macy, Jr.	6000 Meadowbrook Mall, Suite 25	Clemmons, NC 27012
Assistant Secretary	D. Gray Angell, Jr.	6000 Meadowbrook Mall, Suite 8	Clemmons, NC 27012
Assistant Secretary	Penny Holden	6000 Meadowbrook Mall, Suite 27	Clemmons, NC 27012

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

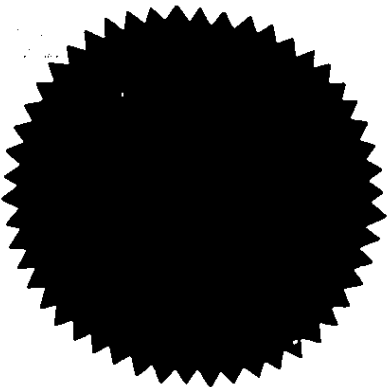
I, RUFUS L. EDMISTEN, Secretary of State of the State of North Carolina, do hereby certify that

MO-AN OF K AND M, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 5th day December, 1995, with its period of duration being perpetual.

I FURTHER certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 19th day of December, 1995.



Rufus L. Edmisten

Secretary of State

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DIVISION OF CORPORATIONS
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Requestor's Name

BLANCO TACKABERY COMBS & MATAMOROS, P.A.
ATTORNEYS AND COUNSELLORS AT LAW
P.O. DRAWER 28008
WINSTON-SALEM, NORTH CAROLINA 27114-8008

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Examiner's Initials

5-30-97

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

Mo-An of K and M, Inc.

(Name of Corporation)

North Carolina

(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.

P. O. Box 1724

(Mailing Address)

Clemmons, NC 27012

(City - State - Zip)

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

F. Frank Macy, Jr.
Signature

4/7/97
Date

F. Frank Macy, Jr.

Typed or printed name

Vice President

Title

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA