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FLORIDA DEPARTMENT OF STATE

Nandra B. Northam
Secretary of State

96 MAR 15 10 15

resubmit

March 8, 1996

CSC NETWORKS

SUBJECT: K 2 DESIGN GROUP, INC.
Ref. Number: W96000005237

We have received your document for K 2 DESIGN GROUP, 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:

Pursuant to section 607.1502(4), 617.1502(4) or 606.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

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) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 296A00010580

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1603, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. K 2 DESIGN 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. Delaware 3. 65-0557414
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12-29-94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01-30-95
(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 617.165, F.S.)

7. 350 Fifth Avenue South, Suite B
Naples, FL 33940
(Current mailing address)

8. Interior Design and any lawful act or activity
(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: Mark W. McFall
Office Address: 1175 Jackson Street, Suite 201
Fl. Myers, Florida, 33901
(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.

Mark W. McFall
(Registered agent's signature)
Mark W. McFall

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jenny L. Keegan Carter

Address: 350 Fifth Avenue S., Suite B

Naples, FL 33940

Director: Mark W. Carter

Address: 350 Fifth Avenue S., Suite B

Naples, FL 33940

B. OFFICERS

President: Jenny L. Keegan Carter

Address: 350 Fifth Avenue S., Suite B

Naples, FL 33940

Vice President: Mark W. Carter

Address: 350 Fifth Avenue S., Suite B

Naples, FL 33940

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.

Jenny L. Keegan Carter, President

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

SEMP-3 FILED
JUL 11 1999
FBI - NAPLES

10/26/99
Issued By Service Inc
No. CC506294
Manufactured by Service Inc

Office of the Secretary of State

I, EDWARD J. FREED, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "K 2 DESIGN GROUP, 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 EIGHTH DAY OF MARCH, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

RECEIVED
SECRETARY OF STATE
MARCH 8 1996



Edward J. Freed

Edward J. Freed, Secretary of State

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AUTENTICATION

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DATE

03-08-96