

F96000001356

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

500001667815
-12/21/95--01051--006
*****70.00 *****70.00

SUBJECT: Kinross Corporation
(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:

Myrna Meyer Wade
(Name of Person)
Coble, Smith & Wade
(Firm/Company)
7801 Old Branch Ave, Ste 209
(Address)
Clinton, Maryland 20735
(City, State and Zip Code)

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

Myrna Wade or Janice Harich at (301) 868 - 7310
(Name of Person) Area Code & Daytime Telephone Number

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DIVISION OF CORPORATIONS
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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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 21, 1995

MYRNA M. WADE
COBLE, SMITH & WADE
7801 OLD BRANCH AVE., STE 209
CLINTON, MD 20735

SUBJECT: KINROSS CORPORATION
Ref. Number: W95000024764

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We have received your document for KINROSS CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 395A00054989



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 10, 1996

MYRNA M. WADE
COBLE, SMITH & WADE
7801 OLD BRANCH AVE., STE 209
CLINTON, MD 20735

SUBJECT: KINROSS CORPORATION
Ref. Number: W95000024764

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DIVISION OF CORPORATIONS
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We have received your document for KINROSS CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The certificate you submitted for proof of registration in the state of Maryland is not what we need. I have enclosed a copy of a certificate from the state of Maryland for your convenience. Please contact your Secretary of State to obtain a certificate at (410) 225-1340.

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) 487-6097.

Michael Mays
Document Specialist

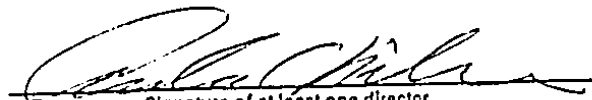
Letter Number: 096A00001324

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Andrew C. Milne, do hereby certify
that this Resolution of the Board of Directors of Kinross Corporation,
a corporation duly organized and existing under the laws of the State of Maryland,
was duly adopted on December 27, 19 95.

Resolved, that Kinross Corporation, organized
and existing in the State of Maryland, hereby adopts the
name Kinross Corporation of Maryland for use in Florida.

Dated: December 27, 1995


Signature of at least one director
CHAIRMAN OF BOARD

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**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. Kinross Corporation

(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. Maryland

(State or country under the law of which it is incorporated)

3. 52-1187148

(FEI number, if applicable)

4. June 30, 1980

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 1995

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. Kinross Corporation

P.O. Box 740, Bokeelia, FL 33922

(Current mailing address)

8. To purchase, take & own Real Property and to do any and all other
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
things as may be legal within or without the state.

9. Name and street address of Florida registered agent:

Name: Andrew C. Milne


Office Address: 7878 Della Bitta Lane

Bokeelia, Florida, 33922

(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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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 of the Board: Andrew C. Milne

Address: 7878 Della Bitta Lane
Bokoolin, FL 33022

~~Vice Chairman~~ _____

~~Address~~ _____

Director: Dianne M. Christian

Address: 11981 Lexington Drive
Dunkirk, MD 20754

Director: John D. Gilmore, Jr.

Address: 4061 Powder Mill Road Suite 300
Calverton, Maryland 20705

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

President: Dianne M. Christian

Address: 11981 Lexington Drive
Dunkirk, MD 20754

Vice President, Secy & Treas. John D. Gilmore, Jr.

Address: 4061 Powder Mill Road Suite 300
Calverton, Maryland 20705

Assistant Secretary: Justine A. Straus

Address: 11785 Beltsville Drive, 10th Floor, Calverton, MD 20705

~~TELEPHONE~~ _____

~~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. Andrew C. Milne - Chairman of the Board
(Typed or printed name and capacity of person signing application)

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STATE OF MARYLAND

427007

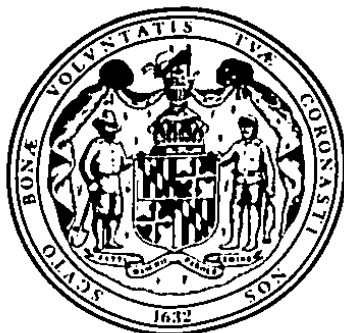
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT KINROSS CORPORATION IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 4TH DAY OF MARCH, 1996.

Nancy Grueninger
NANCY GRUENINGER
ADMINISTRATIVE OFFICER