

F96000003192

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Gateway 2000 Retail, 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:

David Midland
(Name of Person)

W96-12074

Gateway 2000 Retail, Inc.
(Firm/Company)

400001815864
-05/09/96--01123--004
*****78.75 *****78.75

610 Gateway Drive
(Address)

North Sioux City, SD 57049
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29

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

David Midland
(Name of Person)

at (800) 842-2042 x27400
(Area Code & Daytime Telephone Number)

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

May 10, 1996

DAVID MIDLAND
GATEWAY 2000 RETAIL, INC.
610 GATEWAY DR.
NORTH SIOUX CITY, SD 57049

SUBJECT: GATEWAY 2000 RETAIL INC.
Ref. Number: W96000010074

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29

We have received your document for GATEWAY 2000 RETAIL 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):

It must be clear that the registered agent is accepting the designation for the "stated corporation." The attached page does not indicate the name of the corporation for which the registered agent will accept service of process. Also, the registered agent's signature must be an original. A photocopy is not acceptable.

The certificate that you have submitted is the cover page for a certified copy of an amendment. What we require for our filing purposes is a certificate of existence or good standing.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 396A00023039



June 21, 1996

Qualification/Tax Lien Section
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29

RE: Gateway 2000, Retail, Inc.

Dear Secretary of State:

I am resubmitting the registration documents for the above corporation pursuant to your letter of May 10 requesting such action. The registered agent designation is corrected. Additionally I enclose a Certificate of Existence from the State of Delaware. I have also included a copy of your letter number 396A00023039 which acknowledges receipt of the filing fee required for this transaction.

If questions persist with respect to these documents be sure to call me. I appreciate your assistance and timely attention to this matter.

Very Truly Yours,

A handwritten signature in black ink, appearing to be "Anu Dhir", written over a circular scribble.

Anu Dhir

AD/ap

Enclosures



TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Gateway 2000 Retail, 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:

Anu Dhir
(Name of Person)

Gateway 2000 Retail, Inc.
(Firm/Company)

1610 Gateway Dr.
(Address)

North Sioux City, SD 57049
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29

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

Anu Dhir at (605) 232-2230 x 21192
(Name of Person) (Area Code & Daytime Telephone Number)

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

**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. Gateway 2000 Retail, 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. DALYANZA 3. 40-0431398
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7/14/94 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 4/23/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 6010 Gateway Drive
No. Sioux City, SD 57049
(Current mailing address)

8. Computer Peripherals Sales/Leasing
(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: CORPORATION SERVICE COMPANY

Office Address: 1201 Hays Street

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.

CORPORATION SERVICE COMPANY

Laura R. Dunlap
(Registered agent's signature)

Its Agent, Laura R. Dunlap

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29

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: Joseph J. Burke

Address: 610 Gateway Dr.
North Sioux City, SD 57049

Vice Chairman: William M. Elliott

Address: 610 Gateway Dr.
North Sioux City, SD 57049

Director: David J. McKiltrick

Address: 610 Gateway Dr.
North Sioux City, SD 57049

Director: _____

Address: _____

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

President: Joseph J. Burke

Address: 610 Gateway Dr.
North Sioux City, SD 57049

Vice President: _____

Address: _____

Secretary: William M. Elliott

Address: 610 Gateway Dr.
North Sioux City, SD 57049

Treasurer: Randall D. Hanvey

Address: 610 Gateway Dr.
North Sioux City, SD 57049

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

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

14. William M. Elliott - Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29

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 "GATEWAY 2000 RETAIL, 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 THIRD DAY OF JUNE, A.D. 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 8:29



Edward J. Freel
Edward J. Freel, Secretary of State

2391341 8300
960158002

AUTHENTICATION: 7969069
DATE: 06-03-96



F96000003192

November 14, 1996

Secretary of State -Florida
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

400002006494--1
-11/15/96--01106--001
*****35.00 *****35.00

Re: Application by Foreign Profit Corporation to file Amendment to Application for Authorization to Transact Business in Florida

To Whom It May Concern:

Please find enclosed an Application for Amended Certificate of Authority on behalf of Gateway 2000 Country Stores, Inc. f/k/a Gateway 2000 Retail, Inc., an original certificate of the corporation's good standing from the Secretary of the State of Delaware, and a check in the amount of \$35 for the filing fee and to receive a certified copy of the Amended Certificate of Authority.

Please acknowledge your receipt for filing of these documents by returning to the undersigned a certified copy of the Amended Certificate of Authority in the self-addressed express mail packet provided. Thank you for your assistance. Please call me at (605) 232-1192 with any problems or questions that may arise.

Sincerely,

Anu Dhir

AD/sh
Enclosure(s):

- Original Application for Amended Certificate of Authority
- 1 copy of the Application for Amended Certificate of Authority
- Original Certificate of the Corporation's Good Standing
- Check in the amount of \$35
- Self-addressed express mail packet

Chapman
Linda

FILED
96 DEC 12 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1996

ANU DHIR
GATEWAY2000
610 GATEWAY DRIVE-MAIL DROP 04
NORTH SIOUX CITY, SD 57049

SUBJECT: GATEWAY 2000 RETAIL, INC.
Ref. Number: F96000003192

We have received your document for GATEWAY 2000 RETAIL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 196A00052889



December 9, 1996

Secretary of State -Florida
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Application by Foreign Profit Corporation to file Amendment to
Application for Authorization to Transact Business in Florida for Gateway
2000 Country Stores, Inc.

To Whom It May Concern:

Please find enclosed the above named Application on behalf of Gateway 2000 Country Stores, Inc. f/k/a Gateway 2000 Retail, Inc., an original Certificate showing the corporation's name change and an original Certificate showing the corporation's good standing from the Secretary of the State of Delaware, and a copy of you letter to us dated November 20, 1996. The filing fee in the amount of \$35 has already been received by you. We would like to receive a certified copy of the Amended Certificate of Authority.

Please acknowledge your receipt for filing of these documents by returning to the undersigned a certified copy of the Amended Certificate of Authority in the self-addressed express mail packet provided. Thank you for your assistance. Please call me at (605) 232-1192 with any problems or questions that may arise.

Sincerely,

A handwritten signature in black ink, appearing to read 'Anu Dhir', written over a horizontal line.

AD/sh

Enclosure(s):

Original Application for Amended Certificate of Authority
1 copy of the Application for Amended Certificate of Authority
Original Certificate of the Corporation's Name Change
Original Certificate of the Corporation's Good Standing
Copy of Secretary of State of Florida letter dated November 20, 1996
Self-addressed express mail packet



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 THAT THE SAID "GATEWAY 2000 RETAIL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GATEWAY 2000 COUNTRY STORES, INC.", THE TWELFTH DAY OF NOVEMBER, A.D. 1996, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2391341 8320

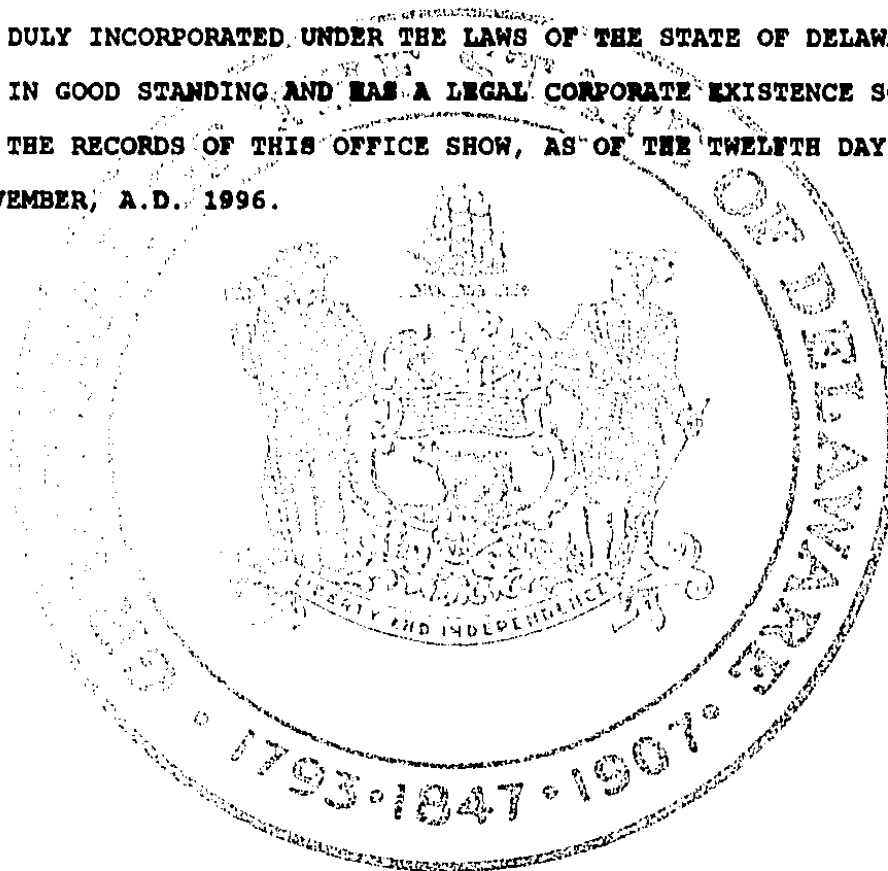
960351243

AUTHENTICATION: 8224600

DATE: 12-05-96

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 "GATEWAY 2000 COUNTRY STORES, 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 TWELFTH DAY OF NOVEMBER, A.D. 1996.



Edward J. Freel

Edward J. Freel, Secretary of State

2391341 8300

960327880

AUTHENTICATION: 8187754

DATE: 11-12-96