

F96000004563

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: SURPLUS SOLUTIONS, 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:

RICHARD A. EVANS
(Name of Person)

COLE & EVANS
(Firm/Company)

2100 ROSWELL ROAD, SUITE 600F
(Address)

MARIETTA, GA 30062
(City, State and Zip Code)

700001907507
-07/30/96--01030--003
*****70.00 *****70.00

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

RICHARD A. EVANS
(Name of Person)

at (770) 579 - 2700
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 Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Handwritten: 1006-1987

Handwritten: HE 9/5

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1996

RICHARD A. EVANS
COLE & EVANS
2100 ROSWELL RD, SUITE 600F
MARIETTA, GA 30062

SUBJECT: SURPLUS SOLUTIONS, INC.
Ref. Number: W96000015987

We have received your document for SURPLUS SOLUTIONS, 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:

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.

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 296A00036667

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned John R. Mitchell, President, do hereby certify that this Resolution of the Board of Directors of Surplus Solutions, Inc., a corporation duly organized and existing under the laws of the state of Georgia, was duly adopted on

AUGUST 26, 1996:

Be it resolved, that Surplus Solutions, Inc., organized and existing in the State of Georgia hereby adopts the name, Surplus Property Solutions, Inc. for use in Florida

Dated: AUGUST 26, 1996

John R. Mitchell
JOHN R. MITCHELL
PRESIDENT

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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. Explotec Solutions, 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. 58-2142128
(FEI number, if applicable)
4. 11-23-94
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Have not yet transacted business in Florida
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 617.155, F.S.))
7. Three Duncree Park, Suite 128
Atlanta, Georgia 30338
(Current mailing address)
8. Sell commercial real estate.
(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)

Registered agent's acceptance:

I, as registered agent and to accept service of process for the above stated designated in this application, I hereby accept the appointment as act in this capacity. I further agree to comply with the provisions of per and complete performance of my duties, and I am familiar with my position as registered agent.

Corporation Service Company

Elly Stankovic

(Registered agent's signature)

existence duly authenticated, not more than 90 days prior to to the Department of State, by the Secretary of State or other corporate records in the jurisdiction under the law of which it is

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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: John Mitchell

Address: 5536 Trawbridge Dr.

Dunwoody, GA 30338

Vice Chairman: _____

Address: _____

Director: Alice Kamman

Address: 4104-4 Dunwoody Club Drive

Atlanta, GA 30338

Director: _____

Address: _____

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

President: John Mitchell

Address: 5536 Trawbridge Dr.

Dunwoody, GA 30338

Vice President: _____

Address: _____

Secretary: Alice Kamman

Address: 4104-4 Dunwoody Club Drive

Atlanta, GA 30350

Treasurer: _____

Address: _____

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

13. John C. Mitchell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John R. Mitchell, President
(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 : 961980134
CONTROL NUMBER : 9429953
DATE INC/AUTH/FILED: 11/23/1994
JURISDICTION : GEORGIA
PRINT DATE : 07/16/1996
FORM NUMBER : 211

RICHARD EVANS
COLE & EVANS
2100 ROSWELL RD STE 600F
MARIETTA GA 30062

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CERTIFICATE OF EXISTENCE

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

SURPLUS SOLUTIONS, 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.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

