

F96000005819

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

600001599396--7

-11/07/96--01061--023

*****70.00 *****70.00

Kirkland's of Indian River Mall, Vero Beach, Fl. Inc.

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
☒ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name
☐ CUS
☐ After 4:30
☒ Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

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DIVISION OF CORPORATIONS

96 NOV -7 PM 12:28
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

11/7

11/7/96

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

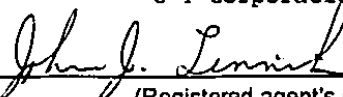
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. KIRKLAND'S OF INDIAN RIVER MALL, VERO BEACH, FL, 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. Tennessee
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. October 3, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 805 NORTH PARKWAY, JACKSON, Tennessee 38305
(Current mailing address)
8. PLEASE SEE 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: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

John J. Linnihan, Assistant VP
(Type Name and Title of Officer)

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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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

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. Carl Kirkland Pres.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. CARL KIRKLAND, President
(Typed or printed name and capacity of person signing application)

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Officers:

Carl Kirkland
Kirkland's, Inc.
805 North Parkway
Jackson, TN 38305

President

Bruce Moore
Kirkland's, Inc.
13801 Reese Blvd., W. Suite 310
Huntersville, NC 28078

Vice-President

Robert Alderson
Kirkland's, Inc.
805 North Parkway
Jackson, TN 38305

Vice-President/Secretary-Treasurer

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General Information

Directors:

Carl Kirkland
Kirkland's, Inc.
805 North Parkway
Jackson, TN 38305

Bruce Moore
Kirkland's, Inc.
13801 Reese Blvd., W. Suite 310
Huntersville, NC 28078

Robert Alderson
Kirkland's, Inc.
805 North Parkway
Jackson, TN 38305

R. Wilson Orr, III
SSM Corporation
845 Crossover Lane, Suite 140
Memphis, TN 38117

David Mussafer
Advent International Corporation
101 Federal Street
Boston, MA 02110

John P. Oswald
CT Capital International, Inc.
575 5th Ave, 40th Floor
New York, NY 10017

Alexander S. McGrath
Capital Resource Partners
175 Portland Street, Suite 300
Boston, MA 02114

Reynolds C. Faulkner
The Robinson-Humphrey Company, Inc.
3333 Peachtree Road, NE
Atlanta, GA 30326

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To engage in the retail sale of various items, including but not limited to gifts and related items of all types, housewares and decorative accessories of all types, and items of jewelry and personal wear of all types.

To acquire by purchase, lease, or otherwise, and to own, use, hold, sell, convey, exchange, lease, mortgage, improve, develop, divide and otherwise handle, deal in, and dispose of real property, including improvements thereon, and any interest or right therein, whether as principal, agent, broker, or otherwise; and to erect, manage, operate, service, equip, furnish, alter, and repair buildings of any and all types, public or private, and real and personal property of every kind, nature, description, whether as principal, agent, broker, or otherwise; and to generally do anything and everything necessary and proper and to the extent permitted by law in connection with the purchasing, ^{NOV 1 1900} managing, leasing, mortgaging, exchanging, operating, and selling real and personal property, both tangible and intangible, of any and all kinds, improved and unimproved and any right or interest therein.

To exchange in and transact, without limitation, any or all lawful business for which corporations may be incorporated under the Tennessee General Corporation Act, and to have and exercise all powers now or hereafter conferred upon corporations by the laws of the State of Tennessee; such powers, to the extent allowed by law, to be also construed as purposes; and to such extent as a corporation organized under the General Corporation Act of the State of Tennessee may now or hereafter lawfully do, to do each and every thing necessary, suitable, convenient, or proper for or in connection with, or incident to, the accomplishment of any one or more of such powers either herein enumerated or designed directly or indirectly to promote the enumerated or designed directly or indirectly to promote the interests of the Corporation or to enhance the value of its properties.

**Secretary of State
Corporations Section**

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

ISSUANCE DATE: 10/30/1996
REQUEST NUMBER: 96304052
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/03/1996
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0319042
JURISDICTION: TENNESSEE

TO:
CAPITAL FILING SERVICE, INC.
7051 HIGHWAY 70 SO.
NO. 333
NASHVILLE, TN 37221

REQUESTED BY:
CAPITAL FILING SERVICE, INC.
7051 HIGHWAY 70 SO.
NO. 333
NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"KIRKLAND'S OF INDIAN RIVER MALL, VERO BEACH, FL, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID,
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

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FOR: REQUEST FOR CERTIFICATE

ON DATE: 10/30/96

FROM:
CAPITAL FILING SERVICE, INC.
7051 HWY 70 S
#333
NASHVILLE, TN 37221-0000

	FEES	
RECEIVED:	\$150.00	\$110.00
TOTAL PAYMENT RECEIVED:		\$260.00

RECEIPT NUMBER: 00002026638
ACCOUNT NUMBER: 00101230



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE