

F 96000006205

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October 1, 1996

**CERTIFIED MAIL RETURN RECEIPT**  
**REQUESTED - Z 010 126 747**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

200001966832  
-10/08/96--01008--008  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

W96-21222

Re: Application by Foreign Corporation for Authorization  
to Transact Business in Florida - NKF, Inc.

Dear Sirs:

Enclosed are the following:

1. An original and one copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida for NKF, Inc., a Louisiana corporation.
2. Certificate of Existence issued by the Secretary of State for the State of Louisiana for NKF, Inc.
3. Check No. 132560 for \$122.50 payable to the Florida Department of State to cover the \$35.00 filing fee, \$35.00 fee for designation of registered agent and \$52.50 certified copy fee.

Once the enclosed Application has been filed, the certified copy should be returned to this office.

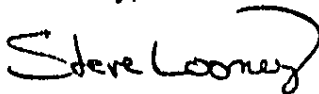
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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11/27

Florida Department of State  
October 1, 1996  
Page 2

If you have any questions regarding this matter, please contact me at your convenience.

Sincerely,

A handwritten signature in black ink that reads "Steve Looney". The signature is stylized with a large, sweeping "S" and a cursive "Looney".

Stephen R. Looney

SRL/lis  
Enclosures

cc: Chris Verret, Esquire  
W. Gregory Baker  
Vikki L. Baiers



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 8, 1996

**STEPHEN R. LOONEY**  
**MAGUIRE, VOORHIS & WELLS, P.A.**  
**PO BOX 633**  
**ORLANDO, FL 32801**

**SUBJECT: NKF, INC.**  
**Ref. Number: W96000021222**

We have received your document for NKF, INC. and your check(s) totaling \$122.50. 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.

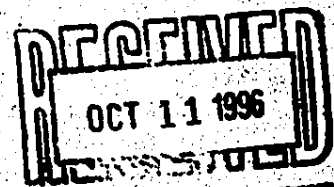
Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 296A00045781



**MAGUIRE, VOORHIS & WELLS, P.A.**

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November 22, 1996

**CERTIFIED MAIL RETURN RECEIPT**  
**REQUESTED - Z 010 196 699**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

Attention: Lee Rivers, Document Examiner

Re: Application by Foreign Corporation for Authorization to Transact  
Business in Florida/NKF Group, Inc.; Certificate of Amendment to  
Certificate of Limited Partnership of NKF I Drive Limited Partnership

Dear Ms. Rivers:

Enclosed are the following documents:

1. Copy of your letter dated October 8, 1996.
2. Certificate of Resolution of NKF, Inc. adopting the alternate name "NKF Group, Inc." for use in Florida.
3. Copy of letter from Tammi Cline dated October 11, 1996.
4. Original and one copy of the Certificate of Amendment to Certificate of Limited Partnership of NKF I Drive Limited Partnership.

Pursuant to my letter to you dated October 1, 1996, a copy of which is enclosed, NKF, Inc., a Louisiana corporation, submitted its Application by Foreign Corporation for Authorization to Transact Business in Florida, together with a Certificate of Existence and a check for \$122.50 payable to the Florida Department State. Pursuant to your letter dated October 8, 1996,

Lee Rivers, Document Examiner  
November 22, 1996  
Page 2

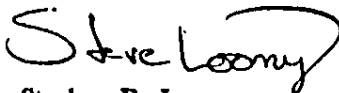
you informed us that the name "NKF, Inc." was not available for use in the state of Florida, and that NKF, Inc. was required to adopt an alternate name for use in the state of Florida. Consequently, enclosed is a corporate resolution by NKF, Inc. adopting the alternate name "NKF Group, Inc." for use in Florida.

Similarly, pursuant to my letter to you dated October 4, 1996, a copy of which is enclosed, NKF I Drive Limited Partnership filed a Certificate of Amendment to Certificate of Limited Partnership (changing the General Partner from W. Gregory Baker to NKF, Inc.), together with a check in the amount of \$113.75. Pursuant to a letter from Tammi Cline dated October 11, 1996, we were informed that the Certificate of Amendment could not be filed since NKF, Inc. was not qualified to do business in Florida. Since the enclosed corporate resolution adopts an alternate name (NKF Group, Inc.) for use in Florida by the General Partner of NKF I Drive Limited Partnership, I have again enclosed an original and one copy of the Certificate of Amendment to Certificate of Limited Partnership of NKF I Drive Limited Partnership, changing the General Partner from W. Gregory Baker to NKF Group, Inc.

Once the enclosed Certificate of Amendment has been filed, please return the certified copy and certificate of status to this office.

If you have any questions regarding this matter, please contact me at your earliest convenience.

Sincerely,



Stephen R. Looney

SRL/lis

Enclosures

cc: Chris Verret, Esquire  
W. Gregory Baker  
Vikki L. Baiers

**CERTIFICATE OF RESOLUTION  
ADOPTED BY THE  
BOARD OF DIRECTORS OF  
NKF, INC.**

I, the undersigned President of NKF, Inc., do hereby certify this Resolution of the Board of Directors of NKF, Inc., a corporation duly organized and existing under the laws of the State of Louisiana, was adopted by unanimous, written consent on November 6, 1996.

BE IT RESOLVED: NKF, Inc., organized and existing in the State of Louisiana, hereby adopts the name NKF Group, Inc. for use in Florida.

November 6, 1996.

  
W. Gregory Baker, President

1096-102

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 27 AM 9:30

**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. NKI, 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. Louisiana 3. 72-1332689  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. August 28, 1996 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 1, 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. 8433 Littleleaf Court  
Orlando, Florida 32835  
(Current mailing address)
8. To engage in any lawful activity for which corporations may be formed under Louisiana  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) **Business Corporation Law.**
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**  
Name: Vikki L. Baiers  
Office Address: 8433 Littleleaf Court  
Orlando, Florida, 32835  
(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.*

Vikki L. Baiers  
(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 27 AM 9:30

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)

\*\*\*\*\* \_\_\_\_\_

Address: \_\_\_\_\_

Director: ~~\*\*\*\*\*~~ W. Gregory Baker

Address: 3203 Masonic Drive

Alexandria, Louisiana 71301

Director: Louis B. Viviano

Address: 5176 Beachwalk

Destin, Florida 32541

Director: Vikki L. Baiers

Address: 8433 Littleleaf Court

Orlando, Florida 32835

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

President: W. Gregory Baker

Address: 3203 Masonic Drive

Alexandria, Louisiana 71301

Vice President: Louis B. Viviano

Address: 5176 Beachwalk

Destin, Florida 32541

Secretary: Vikki L. Baiers

Address: 8433 Littleleaf Court

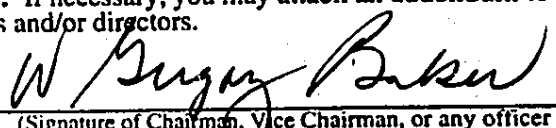
Orlando, Florida 32835

Treasurer: Vikki L. Baiers

Address: 8433 Littleleaf Court

Orlando, Florida 32835

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. W. Gregory Baker, President  
(Typed or printed name and capacity of person signing application)



UNITED STATES OF AMERICA

State of Louisiana

Box McKeithen  
SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*  
the Articles of Incorporation of

NKE, INC.

Domiciled at ALEXANDRIA, LOUISIANA,

Were filed in this Office and a Certificate of Incorporation  
was issued on August 29, 1996,

I further certify that no Certificate of Dissolution has  
been issued.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 27 AM 9:30

*In testimony whereof, I have hereunto set  
my hand and caused the Seal of my Office  
to be affixed at the City of Baton Rouge on,*

September 13, 1996

*Box McKeithen*

CGR

Secretary of State

