

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-221-7111  
904-221-0311 FAX

800-342-8086



F96000006594

ACCOUNT NO. : 072100000032

REFERENCE : 182929 3696B

AUTHORIZATION : *Patricia P...*

COST LIMIT : \$ 78.75

ORDER DATE : December 10, 1996

ORDER TIME : 12:0 PM

ORDER NO. : 182929-005

CUSTOMER NO: 3696B

500002031225--7

CUSTOMER: Margaret Dall, Legal Asst  
Akin, Gump, Strauss, Hauer &  
1333 New Hampshire Avenue, n.w.

Washington, DC 20036

FOREIGN FILINGS

NAME: KK ACQUISITION CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
XX        CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

*012/17*  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 17 PM 1:14  
RECEIVED  
96 DEC 17 PM 12:29  
DIVISION OF CORPORATION

**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. KK Acquisition Corp.

(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 this name at present.)

2. Delaware

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

3. 56-1997232

(FEI number, if applicable)

4. 7/26/86

(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 617.155, F.S.)

7. 2110 Executive Drive, P.O. Box 1330

Salisbury, NC 28145-1330

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be formed.

(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: 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.*



(Registered agent's signature)

Karen B. Rozar, as its agent

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  
5 DEC 17 PM 1:15

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Tom E. Smith  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: Joseph C. Hall  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

Director: R. William McCanless  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

B. OFFICERS

President: Tom E. Smith  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

Vice President: Joseph C. Hall  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

VP, Treas., Secretary: R. William McCanless  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

Assist. Sec  
Treasurer: Lester Nail  
Address: 2110 Executive Drive  
Salisbury, NC 28145-1330

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)

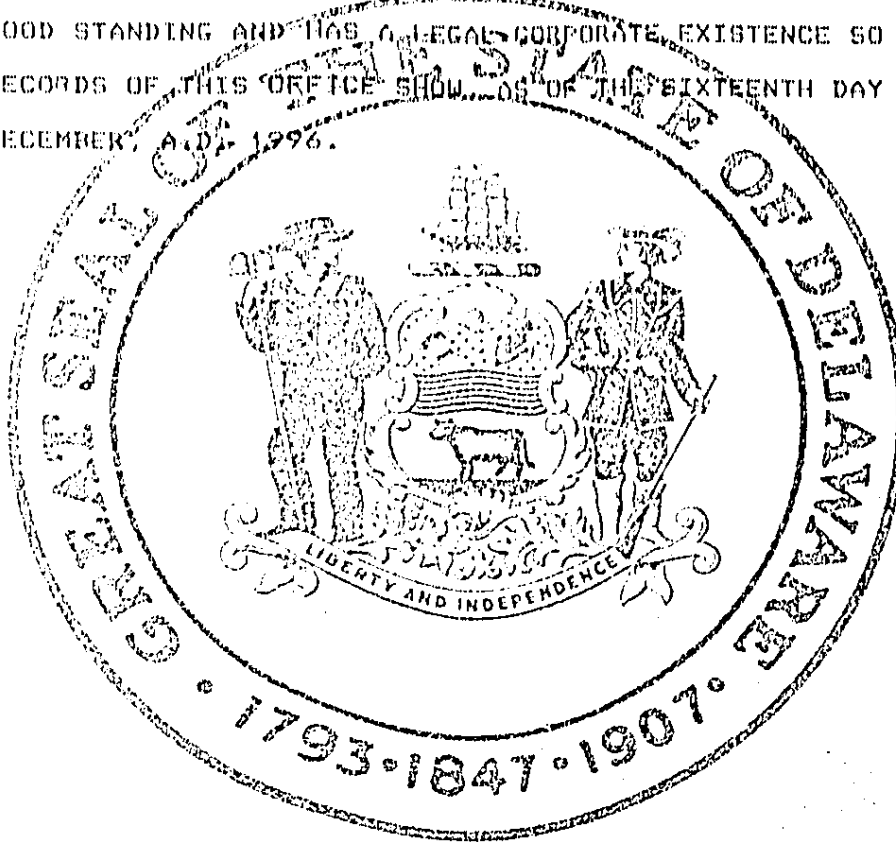
14. Lester Nail, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 DEC 17 PM 1:15

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 "KK ACQUISITION CORP." 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 SIXTEENTH DAY OF DECEMBER, A.D. 1996.



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
36 DEC 17 PM 1:15



*Edward J. Freel*

Edward J. Freel, Secretary of State

2647841 8300

960369907

AUTHENTICATION:

8242647

DATE:

12-16-96