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REPLY TO: Clearwater

OF COUNSEL
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May 1, 1997
File No.: 1199-0100
VIA FEDERAL EXPRESS

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

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-05/02/97--01093--001
*****70.00 *****70.00

RE: Kallestad Machinery, Inc.

697-10183

To Whom It May Concern:

Enclosed are the following items with regard to the above captioned matter:

1. Application by Foreign For Profit Corporation for Authorization to Conducts its Affairs in Florida;
2. Authenticated copy of the Articles of Incorporation of Kallestad Machinery, Inc. from the State of South Carolina; and
3. Check number 10963 in the amount of \$70.00 for the filing fee and registered agent fee.

Please file the above at your earliest convenience and return the copy of the application with the appropriate stamped information to my Clearwater office. If you have any questions call the undersigned.

Very truly yours,

PATEL, MOORE & O'CONNOR, P.A.

Patrick M. O'Connor

PMO/psb
Enclosures

cc: Mr. Peter A. Kallestad

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 1 1997
10:46

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5/16



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1997

PATEL, MOORE & O'CONNOR
18167 U.S. 19 NORTH
HARBOURSIDE, STE 150
CLEARWATER, FL 34624

SUBJECT: KALLESTAD MACHINERY, INC.
Ref. Number: W97000010183

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 15 AM 10:46

We have received your document for KALLESTAD MACHINERY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You submitted a certified copy of your articles of incorporation, but that is not what we require in order to process the application. You would need to obtain a certificate of existence (good standing) from your Secretary of State in South Carolina at (803)734-2158.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 897A00023157

**APPLICATION BY FOREIGN ~~XXXXXX~~ FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN ~~XXXXXX~~ FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. KALLESTAD MACHINERY, INC.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." ~~may not be used~~
~~corporate suffix~~)
2. South Carolina 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 9, 1987 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 17, 1997
(Date corporation first conducted Affairs in Florida - See sections 607.1501, 607.1502, and 897.155, F.S.)
7. 9724 Sago Point Drive
Largo, FL 33777
(Current mailing address)
8. All legal business purposes
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 16 AM 10:47

9. Name and street address of Florida registered agent:


Patrick M. O'Connor
(Name)

18167 U.S. Highway 19 North, Suite 150
(Office address)

Clearwater, Florida, 34624
(City) (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)

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

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Peter A. Kallestad

Address: 9724 Sago Point Drive

Largo, FL 33777

Vice Chairman: _____

Address: _____

Director: Peter A. Kallestad

Address: 9724 Sago Point Drive

Largo, FL 33777

Director: _____

Address: _____

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

President: Peter A. Kallestad

Address: 9724 Sago Point Drive

Largo, FL 33777

Vice President: _____

Address: _____

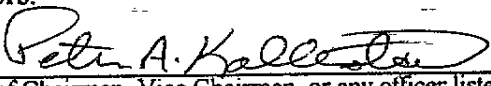
Secretary: Peter A. Kallestad

Address: 9724 Sago Point Drive, Largo, FL 33777

Treasurer: Peter A. Kallestad

Address: 9724 Sago Point Drive, Largo, FL 33777

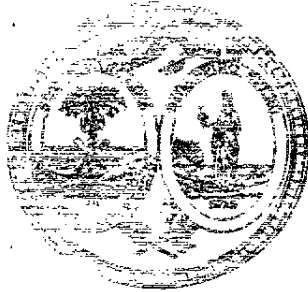
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

Peter A. Kallestad
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 16 AM 10:47

The State of South Carolina



Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

KALLESTAD MACHINERY, INC.,

a corporation duly organized under the laws of the State of South Carolina on **January 9th, 1987**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State at Columbia this 8th day of
May, 1997.

A handwritten signature in cursive script that reads "Jim Miles".

Jim Miles, Secretary of State

97 MAY 13 AM 10:17
SECRETARY OF STATE
OFFICE OF THE SECRETARY OF STATE

Note: This certificate does not contain any representation concerning fees or taxes owed by the Corporation to the South Carolina Tax Commission or whether the Corporation has filed the annual report with the Tax Commission. If it is important to know whether the Corporation has paid all taxes due to the State of South Carolina, and has filed the annual reports, a certificate of compliance must be obtained from the Tax Commission.