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October 6, 1997

Of Counsel  
DAVID W. ANDERSON

Qualifications/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: HBD, Inc.

900002317299--3  
-10/10/97--01057--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75  
W97-23290

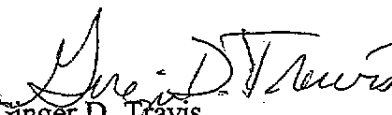
Gentlemen:

Enclosed you will find the completed Application by Foreign Corporation for Authorization to Transact Business in Florida for the above corporation. I have also enclosed a Certificate of Existence for this corporation as well as a check in the amount of \$78.75 for your filing fee and a Certificate of Status.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,

HARNED, BACHERT & DENTON

  
Ginger D. Travis  
Paralegal

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DIVISION OF CORPORATIONS  
97 DEC - 1 AM 9:30  
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gdt  
Enclosure

**TRANSMITTAL LETTER**

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: HBD, 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:

Scott A. Bachert  
(Name of Person)  
HARNED, BACHERT & DENTON  
(Firm/Company)  
324 E. Tenth Street, P.O. Box 1270  
(Address)  
Bowling Green, KY 42102-1270  
(City/State/Zip)

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

Scott A. Bachert at ( 502 ) 782-3938  
(Name of Person) (Area Code & Daytime Telephone Number)

**COURIER ADDRESS:**

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 13, 1997

HARNED, BACHERT & DENTON  
%GINGER D. TRAVIS  
P.O. BOX 1270  
BOWLING GREEN, KY 42102-1270

SUBJECT: HBD, INC.  
Ref. Number: W97000023290

We have received your document for HBD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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 (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 597A00049940

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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. HBD, 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. Kentucky 3. 31-1555477  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 28, 1997 5. Perpetual  
(Date of incorporation) (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 817.155, F.S.)

7. 324 East Tenth Street, Bowling Green, Kentucky 42101  
(Current mailing address)

8. Act as registered agent for other corporations.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C.T Corporation System

Office Address: 1200 S. Pine Island Road

Plantation, Florida, 33324  
(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.*

C T Corporation System  
Monica Mahon  
(Registered agent's signature)

**Monica Mahon**  
**Assistant Secretary**

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)

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

~~Chairman~~ DIRECTOR: Scott A. Bachert

Address: 324 East Tenth Street,  
Bowling Green, KY 42101

~~Vice Chairman~~ DIRECTOR: Norman E. Harned

Address: 324 East Tenth Street  
Bowling Green, KY 42101

Director: Joy D. Denton

Address: 324 East Tenth Street  
Bowling Green, KY 42101

Director: \_\_\_\_\_

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

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

President: Scott A. Bachert

Address: 324 East Tenth Street  
Bowling Green, KY 42101

Vice President: Norman E. Harned

Address: 324 East Tenth Street  
Bowling Green, KY 42101

Secretary/Treas. Joy D. Denton

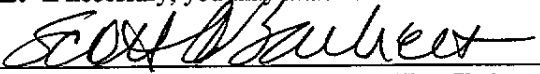
Address: 324 East Tenth Street  
Bowling Green, KY 42101

Treasurer: \_\_\_\_\_

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

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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. Scott A. Bachert, President  
(Typed or printed name and capacity of person signing application)

IN THE NAME AND BY THE AUTHORITY OF THE



OFFICE OF THE SECRETARY OF STATE

DOMESTIC CORPORATION  
CERTIFICATE OF EXISTENCE

I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State, HBD, INC.

is a corporation duly organized and existing under the laws of the Commonwealth of Kentucky whose date of incorporation is APRIL 28, 1997 and whose period of duration is PERPETUAL.

I further certify that all fees and penalties owed to the Secretary of State have been paid to date; that Articles of Dissolution have not been filed; and that the most recent annual report required by KRS Chapter 271B.16-220 or 273.3671 has been delivered to the Secretary of State on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, at Frankfort, Kentucky, this 29TH day of SEPTEMBER, 19 97.

*John Y. Brown III*  
JOHN Y. BROWN III  
Secretary of State  
Commonwealth of Kentucky

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