

F97000006396

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DLS, Inc. O/B/A Dennis L. Sutton, 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:

400002347064-0
-11/14/97--01017--004
*****70.00 *****70.00

Dennis L. Sutton
(Name of Person)

W97-25929

DLS, Inc.
(Firm/Company)

P.O. Box 14656
(Address)

Bradenton Fl. 34280-4656
(City/State/Zip)

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

J. Joel Lea, C.P.A. at (910) 276-9304
(Name of Person) (Area Code & Daytime Telephone Number)

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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

November 17, 1997

DENNIS L SUTTON
DLS, INC.
P.O. BOX 14656
BRADENTON, FL 34280-9304

SUBJECT: DLS, INC.
Ref. Number: W97000025929

We have received your document for DLS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name DLS, Inc. is not available; so therefore you would need to adopt a DBA name. It appears you are aware of the situation, but you would need to complete the enclosed resolution and enter the original corporate name on line #1 of the application.

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: 797A00055053

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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Dennis L. Sutton, do hereby certify
(Name)

that this Resolution of the Board of Directors of DLS, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of North Carolina.

was duly adopted on November 21

Be it resolved, that DLS, Inc.
(Corporate Name)

organized and existing in the State of North Carolina, hereby adopts the name

Dennis L. Sutton, Inc. for use in Florida.

Dated: 11-21-97

Dennis L. Sutton
Signature of either Chairman, Vice Chairman or any officer

Dennis L. Sutton
Type or print name

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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.

DLS, Inc.
QBA Dennis L. Sutton, 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. North Carolina 3. 56-1305538
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6-22-81 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 10-1-97
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 14656
Bradenton Fl. 34280-4656
(Current mailing address)

8. Sales
(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: Dennis L. Sutton
Office Address: P.O. Box 14656 / 8814 11th Ave Terr. NW
Bradenton, Florida, 34280-4656
(Zip code)

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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.

Dennis L. Sutton
(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: Dennis L. Sutton

Address: 8814 11th Ave. Terrace Northwest
Bradenton, Fl. 34280-4656

Vice Chairman: Virginia W. Sutton

Address: 8814 11th Ave Terrace Northwest
Bradenton, Fl. 34280 - 4656

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Dennis L. Sutton

Address: 8814 11th Ave. Terrace Northwest
Bradenton, Fl. 34280 - 4656

Vice President: _____

Address: _____

Secretary: Virginia W. Sutton

Address: 8814 11th Ave. Terrace Northwest
Bradenton, Fl. 34280 - 4656

Treasurer: Dennis L. Sutton

Address: 8814 11th Ave. Terrace Northwest
Bradenton, Fl. 34280 - 4656

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

13. Dennis L. Sutton

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

14. Dennis L. Sutton

(Typed or printed name and capacity of person signing application)

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

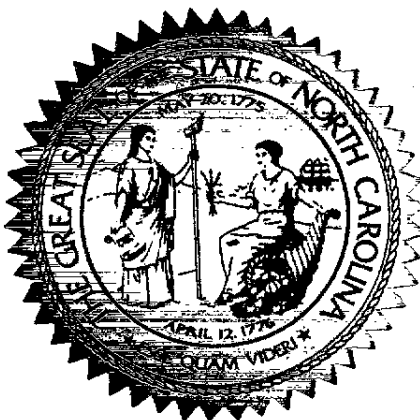
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

DLS, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 22nd day of June, 1981, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 22nd day of October, 1997.

Elaine F. Marshall

Secretary of State