

F98000000887

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: National Construction Services, 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:

600002365546--1
-12/08/97--01084--004
*****78.75 *****78.75

Connie Bookholt

(Name of Person)

National Construction Services, Inc.

(Firm/Company)

305 Mountain Drive

(Address)

Destin, Florida 32541

(City/State/Zip)

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

Connie Bookholt

(Name of Person)

at (904) 992-1402

(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

W97-27445
902/16
98 FEB 16 AM 8:28
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1997

CONNIE BOOKHOLT
NATIONAL CONSTRUCTION SERVICES, INC.
305 MOUNTAIN DR.
DESTIN, FL 32541

SUBJECT: NATIONAL CONSTRUCTION SERVICES, INC.
Ref. Number: W97000027445

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 16 AM 8:28

We have received your document for NATIONAL CONSTRUCTION SERVICES, INC. and your check(s) totaling \$78.75. 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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 397A00057954



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 6, 1998

CONNIE BOOKHOLT
NATIONAL CONSTRUCTION SERVICES, INC.
305 MOUNTAIN DR.
DESTIN, FL 32541

SUBJECT: NATIONAL CONSTRUCTION SERVICES, INC.
Ref. Number: W97000027445

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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We have received your resolution form; however, the name that you have adopted, NNL GROUP, INC., is also not available. Please adopt another name. If you have any questions about the availability of a name, please call me at the number below.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 998A00000547

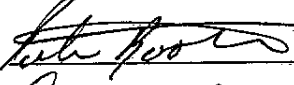

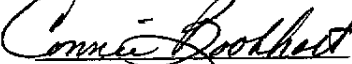
NATONAL CONSTRUCTION SERVICES, INC.
11764 MARCO BEACH DRIVE
SUITE 10
JACKSONVILLE, FL 32224
904 620 8400
904 620-8555 FAX

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Corporate Resolution

I, Connie Bookholt, Secretary of the National Construction Services, Inc., a corporation of Delaware, do hereby certify that I am keeper of the records and the minutes of the proceedings of the Board of Directors of said Company, and that on the 9th day of February, 1998, there was held a meeting of the Board of Directors of said Company, which was duly called and held in accordance with the law, and the by-laws of the Company, and at which a quorum of the Directors was present; and at said meeting the following resolution was duly and unanimously adopted and has been entered upon the minutes of said meeting:

RESOLVED the name that will used in the State of Florida will be National NNL Group, Inc. I further certify that the following persons are the officers of this Company and those authorized in the foregoing resolution to sign designated, and that the signatures next appearing are the true signatures of such officers and persons:

 President
 Secretary
 Treasurer

IN WITNESS WHEREOF, I have hereunto set my hand as Secretary of said Company, and have attached hereto the official seal of said corporation, this 9th day of February, 1998.



Federal Tax EIN# 75-2326746

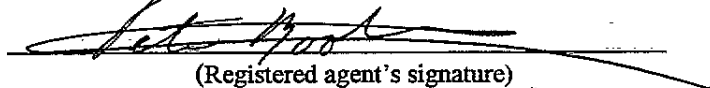
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. National Construction Services, 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. Delaware 3. 75-2326746
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/1/90 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 21, 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. National Construction Services, Inc.
305 Mountain Drive Destin, Fl 32541
(Current mailing address)
8. Commerical Construction
(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: Peter Bookholt
- Office Address: 305 Mountain Drive
Destin, Florida, 32541
(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.

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DIVISION OF CORPORATIONS
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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 Bookholt

Address: 3823 Hunt Club Road Jacksonville, Fl 32224

Vice Chairman: _____

Address: _____

Director: Connie Bookholt

Address: 3823 Hunt Club Road, Jacksonville, Fl 32224

Director: _____

Address: _____

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

President: Peter Bookholt

Address: 3823 Hunt Club Road, Jacksonville, Fl 32224

Vice President: Thadd Brett

Address: 220 Isle Drive St. Petersburg Beach, Fl 33706

Secretary: Connie Bookholt

Address: 3823 Hunt Club Road, Jacksonville, Fl 32224

Treasurer: Connie Bookholt

Address: 3823 Hunt Club Road, Jacksonville, Fl 32224

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

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

14. Connie Bookholt Sec - Treasurer
(Typed or printed name and capacity of person signing application)

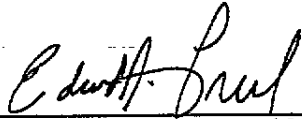
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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL CONSTRUCTION SERVICES, INC." 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 THIRD DAY OF DECEMBER, A.D. 1997.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 16 AM 8:28




Edward J. Freel, Secretary of State

AUTHENTICATION:

8786020

DATE:

12-03-97

2229299 8300

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