

F98000000944

Document Number Only

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

200002434082--8

-02/18/98--01051--019

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Kirkland's of Oriedo Market Place, Orlando, FL, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of S.A.

☐ Fictitious Name

☐ UCC Filing

☐ Certified Copy

☐ Photo Copies

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Availability

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Examiner

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Verifier

Acknowledgment

W.P. Verifier

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Thank You!!!

*Dope*

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2/18

# 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. Kirkland's of Oviedo Market Place, Orlando, FL, 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. Tennessee Applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 29, 1997 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Pending qualification  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 805 North Parkway  
Jackson, Tennessee 38305  
(Current mailing address)

8. To exchange in and transact, without limitation, any or all business for which corporation may be incorporated under the laws of the State of Tennessee  
(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: (P.O. Box or Mail Drop Box acceptable)


Name: CT Corporation System  
c/o CT Corporation System

Office Address: 1200 South Pine Island Rd.  
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.

  
(Registered agent's signature)  
John J Linnihan, Asst. Vice President

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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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: SEE SCHEDULE ATTACHED

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

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

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

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

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

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

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

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

President: SEE SCHEDULE ATTACHED

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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

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

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

Kirkland's of Oviedo Marketplace, Orlando, FL, Inc.

13. By: Lowell Pugh, AVP  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lowell Pugh, Asst. Vice President  
(Typed or printed name and capacity of person signing application)

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## OFFICERS AND DIRECTORS

### OFFICERS:

#### President

Carl Kirkland  
805 No. Parkway  
Jackson, Tennessee 38305

#### Vice President/Secretary

Robert Alderson  
805 No. Parkway  
Jackson, Tennessee 38305

#### Asst. Vice President

Lowell Pugh  
805 No. Parkway  
Jackson, Tennessee 38305

#### Treas./Asst. Vice President

Connie Scoggins  
805 No. Parkway  
Jackson, Tennessee 38305

### DIRECTORS

ALDERSON, ROBERT  
Kirkland's, Inc.  
805 N. Parkway  
Jackson, TN 38305

FAULKNER, REYNOLDS C.  
The Robinson-Humphrey Company, Inc.  
3333 Peachtree Road, NE  
Atlanta, GA 30326

KIRKLAND, CARL  
Kirkland's, Inc.  
805 N. Parkway  
Jackson, TN 38305

MCGRATH, ALEXANDER (SANDY)  
Capital Resource Partners  
85 Merrimac Street, Suite 200  
Boston, MA 02114

ORR, R. WILSON, III  
SSM Corporation  
845 Crossover Lane, Suite 140  
Memphis, TN 38117

MUSSAFER, DAVID  
Advent International Corporation  
101 Federal Street  
Boston, MA 02110

OSWALD, JOHN P.  
CT Capital International, Inc.  
575 5th Ave., 40th Floor  
New York, NY 10017

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**Secretary of State**

**Corporations Section**

**James K. Polk Building, Suite 1800**

**Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 02/12/1998  
REQUEST NUMBER: 98043055  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/29/1997  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0339821  
JURISDICTION: TENNESSEE

TO:  
BAKER DONELSON BEARMAN & CALDWELL  
511 UNION ST

NASHVILLE, TN 37219

REQUESTED BY:  
BAKER DONELSON BEARMAN & CALDWELL  
511 UNION ST

NASHVILLE, TN 37219

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"KIRKLAND'S OF OVIEDO MARKETPLACE, ORLANDO, FL, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
INCORPORATION AND DURATION AS GIVEN ABOVE;  
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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FOR: REQUEST FOR CERTIFICATE

ON DATE: 02/12/98

FROM:  
BAKER DONELSON BEARMAN ETC (NASHVILLE)  
511 UNION ST  
SUITE 1700  
NASHVILLE, TN 37219-0000

RECEIVED: FEES \$20.00 \$20.00  
TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002249132  
ACCOUNT NUMBER: 00208389



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE