

F980000002545

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: TVI, 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: 900002466568-8
-03/24/98-01067-004
*****70.00 *****70.00

Daisy Hickman

(Name of Person)

TVI, Inc.

(Firm/Company)

11400 SE 6th St., Suite 220

(Address)

Bellevue, WA 98004

(City/State/Zip)

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

Daisy Hickman

(Name of Person)

at (425) 462-1515

(Area Code & Daytime Telephone Number)

FILED
98 MAY -4 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/5

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

Contains two original copies of application.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 24, 1998

DAISY HICKMAN
TVI, INC.
11400 SE 6TH ST., #220
BELLEVUE, WA 98004

SUBJECT: TVI, INC.
Ref. Number: W98000006544

We have received your document for TVI, 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):

The registered agent must sign accepting the designation.

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) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 398A00015761

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. TVI, 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. Washington
(State or country under the law of which it is incorporated)
3. 91-1255756
(FEI number, if applicable)
4. March 14, 1984
(Date of incorporation)
5. Perpetual
(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 817.156, F.S.))
7. 11400 SE 6th Street, Bellevue, Washington 98004
(Current mailing address)
8. Retail sale of new and used clothing and household goods
(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:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

(Type Name and Title of Officer)

CT CORPORATION SYSTEM

520 Pike Street
Seattle, WA 98101
Tel. 206 622 4511
Fax 206 621 8813

FLORIDA

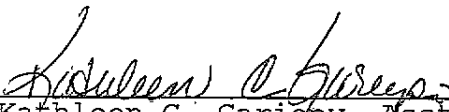
CONSENT TO APPOINTMENT AS REGISTERED AGENT

C. T. CORPORATION SYSTEM having been designated to act as registered agent hereby agrees to act in this capacity for the following corporation:

TVI, Inc.

C T CORPORATION SYSTEM

Date: March 31, 1998


Kathleen C. Gariepy, Asst. Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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TALLAHASSEE, FLORIDA

Treasurer: _____

Address: _____

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.

Michael V. Griffith V.P.
(Typed or printed name and capacity of person signing application)

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98 MAY -4 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Shareholders, Directors and Officers
TVI, Inc.

William O. Ellison, Chairman of the Board
9441 Lake Washington Blvd. N.E.
Bellevue, WA 98004
(425) 455-1513
SSN # 524-20-9107

Director
Shareholder

Thomas A. Ellison, President and CEO
5666 Pleasure Point Lane
Bellevue, WA 98006
(425) 643-1990
SSN # 570-94-2722

Director
Shareholder

John E. Bacon, Executive Vice President
318 Overlake Drive East
Medina, WA 98039
(425) 455-3450
SSN # 563-74-2408

Director
Shareholder

C. Scott Blomquist, V.P. of Operations and Human Resources
6518 204th Drive N.E.
Redmond, WA 98053
(425) 868-2970
SSN # 537-60-2732

Michael H. Bacon, V.P. of U.S. Operations
8436 N.E. 21st Street
Bellevue, WA 98004
(425) 454-7493
SSN # 563-74-2406

Michael V. Griffith, V.P. Finance & Administration/Treasurer
229 W. Lake Sammamish Parkway S.E.
Bellevue, WA 98009
(425) 643-7651
SSN # 535-62-6265

Rodney J. Van Leeuwen, V.P. Canadian Operations
4430 175th Place S.E.
Bellevue, WA 98006
(425) 641-4804
SSN # 538-56-3772

Sue Ellison
101 101st S.E., #101A
Bellevue, WA 98004
SSN # 551-34-2733

Director

Walter A. Scott, Vice President of Real Estate
P.O. Box 377
Medina, WA 98039

William H. Fraser, V.P./Secretary
10011 Bayard Avenue N.W.
Seattle, WA 98177
(206) 783-3776
SSN # 537-44-7516

Director

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98 MAY -4 AM 10:00
SECRETARY U.S.S.
TALLAHASSEE, FLORIDA

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

TVI, INC.

I FURTHER CERTIFY that the records on file in this office show that the
above named profit corporation was formed under the laws of the
State of Washington and was issued a Certificate of Incorporation
in Washington on March 14, 1984.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the corporation is duly authorized to
transact business in the corporate form in the State of Washington.



Date: March 11, 1998

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*


S. HARRISON
Ralph Munro, Secretary of State