


**CORPORATE
ACCESS,
INC.**

1116 Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 37066 (32317-0666) (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

WALK IN

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For qual.

1.) Texas Boat, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
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9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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98 JUN 29 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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DIVISION OF CORPORATION

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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. TEXAS BOOT, 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
(State or country under the law of which it is incorporated)
3. 52-2007094
(FEI number, if applicable)
4. November 21, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist
"perpetual")
6. Upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 127 East Forrest Avenue, Lebanon, Tennessee 37087
(Current mailing address)
8. Any lawful act or activity
(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 NOT acceptable)**

Name: C T Corporation System

Office Address: 1200 South 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.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(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: Billy T. Whitlock

Address: 127 East Forrest Avenue

Lebanon, Tennessee 37087

Vice Chairman: _____

Address: _____

Director: Michael J. Vogel

Address: 127 East Forrest Avenue

Lebanon, Tennessee 37087

Director: Henry T. Shearon, Jr.

Address: 127 East Forrest Avenue

Lebanon, Tennessee 37087

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

President: Billy T. Whitlock

Address: 127 East Forrest Avenue

Lebanon, Tennessee 37087

Vice President: _____

Address: _____

Secretary: Donnie G. Taylor

Address: 127 East Forrest Avenue

Lebanon, Tennessee 37087

Asst. Secretary: James L. McElroy

Address: Suite 1700, 511 Union Street, Nashville, Tennessee 37219

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. _____

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

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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 "TEXAS BOOT, 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 NINETEENTH DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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98 JUN 29 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA



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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9148988

06-19-98