

F98000005095

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Kendall Electric, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

300002610643--2

-08/07/98--01059--004

*****78.75 *****78.75

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:

Janice Welch

(Name of Person)

Kendall Electric, Inc.

(Firm/Company)

210 Dahlonega St, Ste 102

(Address)

Cumming GA 30040

(City/State/Zip)

88-17989

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

Janice Welch

(Name of Person)

at (770) 886.5466

(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

FL 9/10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 10 PM 12:06



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 7, 1998

JANICE WELCH
KENDALL ELECTRIC, INC.
210 DAHLONEGA ST., SUITE 102
CUMMING, GA 30040

SUBJECT: KENDALL ELECTRIC, INC.
Ref. Number: W98000017989

We have received your document for KENDALL ELECTRIC, 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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 198A00041342

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Larry Crouch (Name), do hereby certify

that this Resolution of the Board of Directors of Kendall Electric, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Georgia,

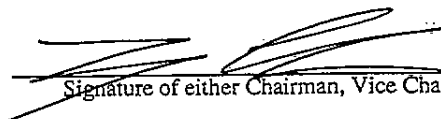
was duly adopted on September 4, 19 98.

Be it resolved, that Kendall Electric, Inc. (Corporate Name),

organized and existing in the State of Georgia, hereby adopts the name

Kendall Electric, Inc of Georgia for use in Florida.

Dated: 09.04.98


Signature of either Chairman, Vice Chairman or any officer

Larry Crouch
Type or print name

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DIVISION OF CORPORATIONS
98 SEP 10 PM 12:06

**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. Kendall Electric, 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. Georgia
(State or country under the law of which it is incorporated)
3. 58-2356930
(FEI number, if applicable)
4. Oct 20, 1997
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Aug 1, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 210 Dahlonega St, Ste 102
Cumming, GA 30040
(Current mailing address)
8. Electrical contracting
(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: Randolph C. Griffin
Office Address: 1823 East Gulf Beach Drive
St George Island, Florida, 32328
(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.

Randolph C. Griffin
(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 CORPORATION
98 SEP 10 PM 12:06

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: Van Griffin

Address: 210 Dahlonega St - Ste 102
Cumming GA 30040

Vice Chairman: Heartsill Dicks

Address: 210 Dahlonega St - Ste 102
Cumming GA 30040

Director: Larry Crouch

Address: 210 Dahlonega St - Ste 102
Cumming GA 30040

Director: Janice Welch

Address: 210 Dahlonega St - Ste 102
Cumming GA 30040

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

President: Van Griffin

Address: 210 Dahlonega St, Ste 102
Cumming GA 30040

Vice President: Heartsill Dicks

Address: 210 Dahlonega St, Ste 102
Cumming, GA 30040

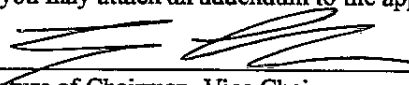
Secretary: Larry L. Crouch Jr

Address: 210 Dahlonega St, Ste 102
Cumming, GA 30040

CFO-
Treasurer: Janice Welch

Address: 210 Dahlonega St, Ste 102
Cumming, GA 30040

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. Larry Crouch, secretary
(Typed or printed name and capacity of person signing application)

Secretary of State

Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr., Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 981880694
CONTROL NUMBER : 9737720
DATE INC/AUTH/FILED: 10/20/1997
JURISDICTION : GEORGIA
PRINT DATE : 07/07/1998
FORM NUMBER : 211

KENDALL ELECTRIC, INC.
ATTN: JANICE WELCH
210 DAHLONEGA ST. STE 102
CUMMING GA 30040

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DIVISION OF CORPORATIONS
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CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

KENDALL ELECTRIC, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

