

F-99000001522

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BADGER.ORG, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

200002813032-4

-03/22/98-01080-001

*****70.00 *****70.00

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:

JEROME A. BROADHURST

(Name of Person)

HARKAVY SHAINBERG KOSTEN KAPLAN & DUNSTAN, PC

(Firm/Company)

100 PEABODY PLACE, SUITE 1300

(Address)

MEMPHIS, TN 38103

(City/State/Zip)

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

JEROME A. BROADHURST

(Name of Person)

at (901) 761-1263

(Area Code & Daytime Telephone Number)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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VL/12

STREET 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

Enclosed is a check for the following amount:

\$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. BADGER.ORG, 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

(State or country under the law of which it is incorporated)

3. 62-1767380

(FEI number, if applicable)

4. JANUARY 14, 1999

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. FEBRUARY 1999

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. BADGER.ORG, INC.

316 DAVEY ROAD, SOUTH DAYTONA, FLORIDA 32119

(Current mailing address)

8. PROVIDE INTERNET WEB SITE DEVELOPMENT AND MULTIMEDIA DESIGN SERVICES

(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: DOUGLAS N. BARNHART

Office Address: 316 DAVEY ROAD

SOUTH DAYTONA, Florida, 32119

(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.

Douglas N. Barnhart

(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)

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TALLAHASSEE FLORIDA
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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: NEIL F. BARNHART

Address: 2696 HICKORY GLEN COVE
GERMANTOWN, TN 38138

Vice Chairman: _____

Address: _____

Director: DOUGLAS N. BARNHART

Address: 316 DAVEY ROAD
SOUTH DAYTONA, FL 32119

Director: _____

Address: _____

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

President: DOUGLAS N. BARNHART

Address: 316 DAVEY ROAD
SOUTH DAYTONA, FL 32119

Vice President: _____

Address: _____

Secretary: JEROME A. BROADHURST

Address: 100 PEABODY PLACE, SUITE 1300
MEMPHIS, TN 38103

Treasurer: NEIL F. BARNHART

Address: 2696 HICKORY GLEN COVE
GERMANTOWN, TN 38138

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

13. _____

Jerome A. Broadhurst, Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

JEROME A. BROADHURST, SECRETARY

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

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TALLAHASSEE FLORIDA

**Secretary of State
Corporations Section
James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 02/11/1999
REQUEST NUMBER: 99042034
TELEPHONE CONTACT: (615) 741-6488
CHARTER/QUALIFICATION DATE: 01/14/1998
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0364032
JURISDICTION: TENNESSEE

TO:
THE SEARCH IS ON
PO BOX 120598
NASHVILLE, TN 37212

REQUESTED BY:
THE SEARCH IS ON
PO BOX 120598
NASHVILLE, TN 37212

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"BADGER.ORG, 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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FOR: REQUEST FOR CERTIFICATE ON DATE: 02/11/99

FROM:
TSIO (BOX 120598)
P. O. BOX 120598
NASHVILLE, TN 37212-0000

FEES
RECEIVED: \$160.00 \$0.00
TOTAL PAYMENT RECEIVED: \$160.00
RECEIPT NUMBER: 00002432641
ACCOUNT NUMBER: 00000499



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE