

F99000002817

SERVICE MANAGEMENT, INC.
500 Water Street, S/C J-160
Jacksonville, FL 32202

Patricia J. Affoora
Vice-President and Corporate Secretary

(904) 366-4242
FAX (904) 366-4248

May 7, 1999

W99-11364

Qualification/Tax Lien Section 00855
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

00287 02544-00734-00471

Gentlemen:

Enclosed herewith are the following documents for qualification of Service Management, Inc., a Delaware corporation, doing business as Florida Service Management, Inc., in the State of Florida:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Certified copy of resolutions passed by the Board of Directors of Service Management, Inc., authorizing use of the name Florida Service Management, Inc., in the State of Florida;
3. Certificate of Existence from the State of Delaware; and,
4. Check in the amount of \$70 to cover the filing fee.

Please return all correspondence concerning this matter to the following:

Joyce A. Watters
Assistant Corporate Secretary
Service Management, Inc.
500 Water Street, S/C J-160
Jacksonville, FL 32202

800002872298--3
-05/12/99--01037--004
*****70.00 *****70.00
800002872298--3
-06/01/99--01147--008
***1150.00 ***1150.00

Should you require any additional information, please call Joyce Watters, Assistant Secretary at (904) 366-4243. Thank you for your assistance in promptly processing the qualification documents.

Very truly yours,

Patricia J. Affoora

JW

Enclosures

cc to Mr. Peter Souza
Sales/Service Team Leader
CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgment	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 28 AM 11:56



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 14, 1999

PATRICIA J. AFTOORA
500 WATER STREET, S/C J-160
JACKSONVILLE, FL 32202

SUBJECT: SERVICE MANAGEMENT, INC.
Ref. Number: W99000011364

We have received your document for SERVICE MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 799A00026739

SERVICE MANAGEMENT, INC.

Excerpt from minutes of directors' action without meeting as of May 7, 1999

AUTHORITY TO TRANSACT BUSINESS IN
THE STATE OF FLORIDA IN THE NAME OF SERVICE
MANAGEMENT, INC. DBA FLORIDA SERVICE MANAGEMENT, INC.

WHEREAS, this corporation must qualify, as a foreign corporation, to do business in the State of Florida; and

WHEREAS, the corporate name, Service Management, Inc., is not available for use in that State; and

WHEREAS, it is desirable that the corporation qualify to do business in the State of Florida in the name of Service Management, Inc. DBA Florida Service Management, Inc.

Now, therefore, be it

RESOLVED, that the proper officers of this corporation be, and they are hereby, authorized to file an Application by Foreign Corporation for Authorization to Transact Business in Florida and a certified copy of this resolution for this corporation to become qualified as a foreign corporation to transact business in the State of Florida in the name of Service Management, Inc. DBA Florida Service Management, Inc.

RESOLVED FURTHER, that the proper officers of this corporation be, and they are hereby, authorized to do or cause to be done any and all such further acts and things as may be necessary or appropriate to effect the purposes of the foregoing.

RESOLVED FURTHER, that all actions heretofore taken by the officers, representatives or agents of this corporation with respect to the foregoing be, and the same are hereby, approved, ratified, and confirmed.

* * * * *

I, PATRICIA J. AFTOORA, Corporate Secretary of SERVICE MANAGEMENT, INC., do hereby certify that the foregoing is a true and correct copy of resolutions, in force as of this date, adopted by unanimous written consent of all the Directors of the corporation as of May 7, 1999, without a meeting.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the corporate seal of said corporation.


Corporate Secretary of
SERVICE MANAGEMENT, INC.

Jacksonville, FL
May 7, 1999


**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. Service Management, 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. 59-3507898
(FEI number, if applicable)
4. March 31, 1998
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March 31, 1998
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 500 Water Street, S/C J-160
Jacksonville, FL 32202
(Current mailing address)
8. Rail car tracking and service monitoring services
(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: CT 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.


(Registered agent's signature) **VICKY GOLDSTEIN**
SPECIAL ASSISTANT SECRETARY

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 28 AM 11:56

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: _____

Address: _____

~~XXXXXX~~ Director: W. M. Acken

Address: 301 West Bay Street

Jacksonville, FL 32202

Director: J. W. Orrison

Address: 500 Water Street

Jacksonville, FL 32202

Director: C. J. O. Wodehouse

Address: 500 Water Street

Jacksonville, FL 32202

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

President: and General Manager: W. M. Acken

Address: 301 West Bay Street

Jacksonville, FL 32202

Vice President and Corporate Secretary: Patricia J. Aftoora

Address: 500 Water Street

Jacksonville, FL 32202

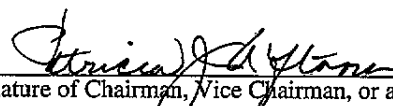
Secretary: _____

Address: _____

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. Patricia J. Aftoora, Vice-President and Corporate Secretary
(Typed or printed name and capacity of person signing application)

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 "SERVICE MANAGEMENT, 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 THIRD DAY OF MARCH, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

2878980 8300

991081350

AUTHENTICATION:

9606848

DATE:

03-03-99