

F99000003260

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: TERRAINE, Inc.
(Name of corporation - must include suffix)

300002897273--2
-06/07/99--01157--002
*****87.50 *****87.50

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:

James L. Young
(Name of Person)
TERRAINE, Inc.
(Firm/Company)
P.O. Box 471868
(Address)
Charlotte, NC 28247-1868.
(City/State/Zip)

FCY-3260
624
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

James L. Young at (704) 889-0004
(Name of Person) (Area Code & Daytime Telephone Number)

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

FILED
99 JUN 23 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 11, 1999

JAMES L. YOUNG
P.O. BOX 471868
CHARLOTTE, NC 28247-1868

SUBJECT: TERRAINE, INC.
Ref. Number: W99000013746

We have received your document for TERRAINE, INC. and your check(s) totaling \$87.50. 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 \$4665.00.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 299A00031726

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN 23 PM 5: 09

FILED



P.O. Box 23069
P.O. Box 471868

Knoxville, Tennessee 37933
Charlotte, North Carolina 28247

Phone (423) 671-4633
Phone (704) 889-0004

Fax (423) 671-4634
Fax (704) 889-0006

June 21, 1999

Ms. Tammi Cline
Document Specialist
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

**Re: Conducting Business in Florida
June 11, 1999 Letter**

Dear Ms. Cline:

Although Terraine, Inc. has conducted some business in Florida since 1995, the work conducted falls within the activities described in the Florida Statutes Section 607.1501 (2) "activities which do not constitute transacting business within the meaning of subsection (1)".

It is therefore my testimony that Terraine, Inc. has not transacted business in the State of Florida as defined by the Florida Statutes. As such, I request that the application previously submitted by Terraine for a certificate of authority to conduct business in Florida as a foreign corporation be amended accordingly, and a certificate issued to Terraine.

Very truly yours,

A handwritten signature in dark ink, appearing to read "James L. Young", is written over a horizontal line.

James L. Young
Vice President
Terraine, Inc.

cc: file

FILED
09 JUN 23 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. TERRAINE, 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 3. 56-1751718
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7-10-1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1995
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. P.O. Box 471868
Charlotte, NC 28247-1868
(Current mailing address)
8. Provide environmental consulting services from newly established, permanent office in Dade C
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

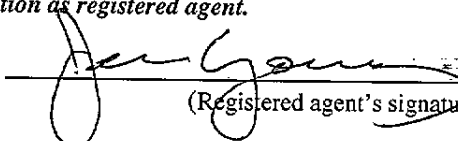
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: James L. Young

Office Address: 5201 Blue Lagoon Drive, Penthouse
Miami, Florida, 33126
(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)

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)

FILED
99 JUN 23 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ANSWER TO QUESTION 12

**NAMES AND ADDRESSES OF OFFICERS AND DIRECTORS
OF TERRAINE, INC.**

Director:

James L. Young
5916-728 Avelon Valley Drive
Charlotte, NC 28277

Officers:

President:

Paul M. Shipp
4528 Haverty
Knoxville, TN 37912

Vice President/Chief Executive Officer:

James L. Young
5916-728 Avelon Valley Drive
Charlotte, NC 28277

Corporate Secretary:

Eric M. Solt
2300 Chantilly Drive
Knoxville, Tennessee 37912

FILED
99 JUN 23 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

ISSUANCE DATE: 05/26/1999
REQUEST NUMBER: 99146505
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 07/10/1995
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0297241
JURISDICTION: TENNESSEE

TO:
TERRAINE, INC
PO BOX 471868
AT: JAMES YOUNG
CHARLOTTE, NC 28247-1868

REQUESTED BY:
TERRAINE, INC
PO BOX 471868
AT: JAMES YOUNG
CHARLOTTE, NC 28247-1868

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"TERRAINE, 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 THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS NOT BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

ON DATE: 05/26/99

FROM:
TERRAINE, INC. (NC)
PO BOX 471868
CHARLOTTE, NC 28247-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002502212
ACCOUNT NUMBER: 00223497



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE