

M 98000000296

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

M 98000000296

700002468137--4

-03/25/98-D1072-009

\*\*\*\*285.00 \*\*\*\*285.00

National Distribution Services P.L.C.

- ☐ Profit  
☐ NonProfit  
☒ Limited Liability Co.  
☐ Foreign

- ☐ Amendment  
☐ Dissolution/Withdrawal

- ☐ Merger  
☐ Mark

- ☐ Limited Partnership  
☐ Reinstatement

- ☐ Annual Report  
☐ Reservation

- ☐ Other  
☐ Change of R.A.  
☐ Fictitious Name Filing

- ☐ Certified Copy

- ☐ Photo Copies

- ☐ CUS

- ☐ Call When Ready

- ☐ Call if Problem  
☐ Will Wait

- ☐ After 4:30  
☒ Pick Up

- ☒ Walk In  
☐ Mail Out

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

MAR 25 1998

Thanks,  
Jeff

3/25/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 25 PM 3:33  
RECEIVED  
98 MAR 25 PM 12:28  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 25, 1998

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: NATIONAL DISTRIBUTION SERVICES, LLC  
Ref. Number: W98000006634

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DIVISION OF CORPORATIONS  
98 MAR 25 PM 3:33

We have received your document for NATIONAL DISTRIBUTION SERVICES, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AFFIDAVIT states that a total of \$11,000,000.00 in PROPERTY has been contributed to the company. We must have a BRIEF DESCRIPTION of this property. Please note that the description can be VERY BRIEF. We do NOT need equipment serial numbers, legal descriptions of real estate, etc.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 598A00015992

Please date  
March 25  
The  
DIVISION OF CORPORATIONS  
98 MAR 30 PM 12:18  
RECEIVED

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. National Distribution Services, LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not  
so contained in the name at present.)

2. North Carolina  
(Jurisdiction under the law of which foreign limited liability  
company is organized)

3. 56-2070570  
(FEI number, if applicable)

4. February 11, 1998  
(Date of Organization)

5. 2048  
(Duration: Year limited liability company will cease to  
exist or "perpetual")

6. Upon qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2601 Pilgrim Court  
Winston-Salem, North Carolina 27106  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who  
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
Carolina Logistics Services, Inc.	MGRM		
2601 Pilgrim Court			
Winston-Salem, NC 27106			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official  
having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign  
language, a translation of the certificate under oath of the translator must be submitted.)

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 25 PM 3:33

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of National

Distribution Services, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 0.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 11,000,000.00. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 11,000,000.00. This total includes amounts from 2 and 3 above.

Cynthia Evans Zisa

Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Filing Fee: \$52.50 for Affidavit**

MAR-30-98 MON 09:26 AM WOMBLE CARLYLE

FAX NO. 3367213660

P. 02

DESCRIPTION OF PROPERTY CONTRIBUTED TO NATIONAL DISTRIBUTION  
SERVICES, I.L.C. (THE "COMPANY")

The \$11,000,000.00 in property being contributed to the Company consists of real estate located within and outside the State of Florida, and various pieces of equipment and machinery.

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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DIVISION OF CORPORATIONS  
MAR 25 PM 3:33

1. The name of the limited liability company is: National Distribution Services,  
LLC

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM  
(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,  
(P.O. Box not acceptable)

Plantation, Florida 33324  
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

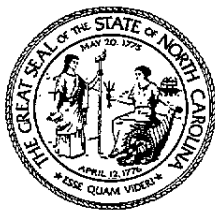
C T CORPORATION SYSTEM

JENNIFER F AULTMAN  
(Signature)

3-24-98  
(Date)

**JENNIFER F AULTMAN**  
**ASSISTANT SECRETARY**  
FILING FEE: \$ 35 for Designation of Registered Agent

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

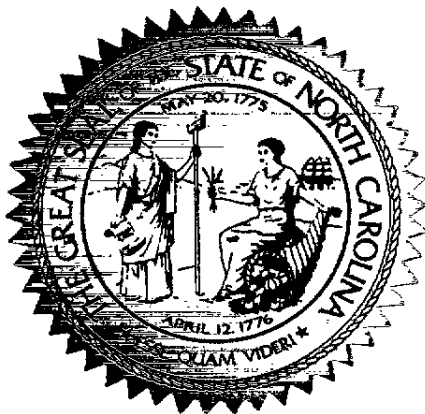
## CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

NATIONAL DISTRIBUTION SERVICES, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 11th day of February, 1998, with a period of duration ending DEC 2048.

I **FURTHER** certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 13th day of February, 1998.

*Elaine F. Marshall*

Secretary of State

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