

**CORPORATE
ACCESS,
INC.**

m980000001315

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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FILING

Foreign LLC

1.) **Batter Retailing Systems International - Florida, LLC**
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 6, 1998

CORPORATE ACCESS, INC.

SUBJECT: BATTERY RETAILING SYSTEMS INTERNATIONAL-FLORIDA, LLC
Ref. Number: W98000025220

Corroalee
11/9/98
(Signature)

We have received your document for BATTERY RETAILING SYSTEMS INTERNATIONAL-FLORIDA, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

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: 598A00054203

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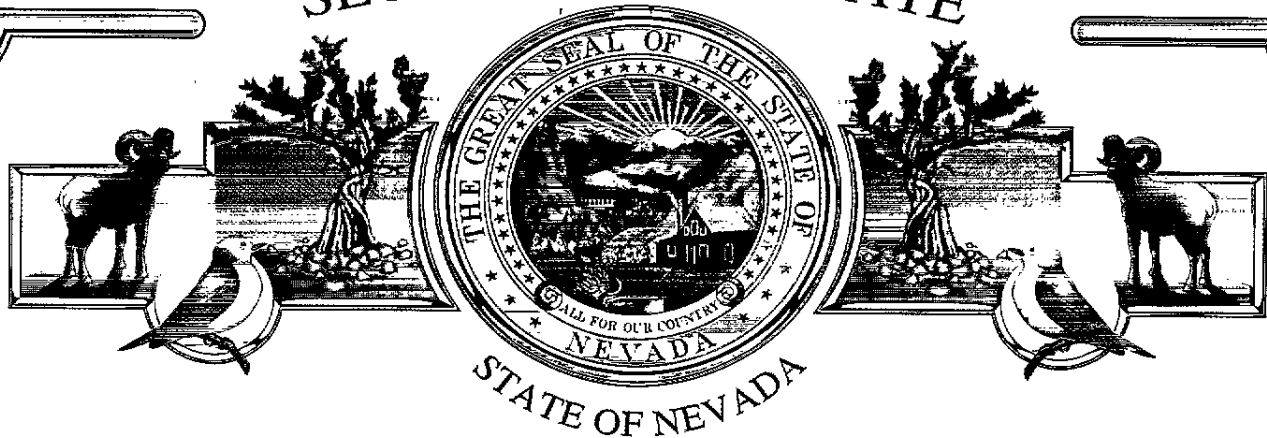
**APPLICATION BY LIMITED LIABILITY COMPANY
FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

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. The name of the foreign limited liability company is: **BATTERY RETAILING SYSTEMS INTERNATIONAL-FLORIDA, LLC.**
2. The State under which this corporation is incorporated is the State of Nevada.
3. The Federal I.D. # (if applicable) N/A
4. The date of its organization in the State of Nevada is the 14th day of October 1998.
5. The limited liability company will be perpetual.
6. The date this corporation will transact business in the State of Florida is: upon qualification in Florida.
7. The current street address of the principal office is 318 North Carson Street, Suite 214, Carson City, Nevada 89701.
8. The name and street of the managing member(s) who will manage the foreign limited liability company in Florida is Mr. John Butt, 318 North Carson Street, Suite 214, Carson City, Nevada 89701.
9. Attached hereto 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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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **BATTERY RETAILING SYSTEMS INTERNATIONAL-FLORIDA, LLC** as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since October 14, 1998, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 22, 1998.

Dean Heller
Secretary of State

By

S. J. Laiter
Certification Clerk

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DIVISION OF CORPORATIONS

**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.

1. The name of the limited liability company is:

BATTERY RETAILINT SYSTEMS INTERNATIONAL-FLORIDA, LLC.

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

CORPORATE ACCESS, INC.
(Name)

1116D THOMASVILLE RD.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

TALLAHASSEE, FL 32303
(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.



(Signature)

11/06/98
(Date)

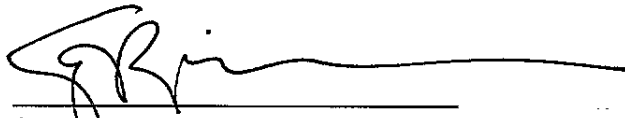
Filing Fee: \$ 35 for Designation of Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of BATTERY RETAILING SYSTEMS INTERNATIONAL-FLORIDA, LLC deposes and says:

- 1) the above named Limited Liability Company has only 1 member.
- 2) the total amount of cash contributed by the member(s) is zero.
- 3) if any, the agreed value of property other than cash contributed by member(s) is zero.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is zero. This total includes amounts from 2 and 3 above.



STEPHEN D.M. ROBINSON
Attorney-in-Fact for:
John Butt, Initial 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.)

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