

F98000000943

Document Number Only

CT Corporation System
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301 222-1092
City State Zip Phone

500002434085--8
-02/18/98--01051--020
*****70.00 *****70.00

CORPORATION(S) NAME

Kirkland's of Coral Square, Coral Springs, FL, Inc.

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Name Registration
- Change of R.A.
- Fictitious Name
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- Certified Copy
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- Call When Ready
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- Pick Up
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DIVISION OF CORPORATIONS
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Name Availability
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DIVISION OF CORPORATION

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. Kirkland's of Coral Square, Coral Springs, FL, 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 Applied for _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 29, 1997 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Pending qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 805 North Parkway
Jackson, Tennessee 38305
(Current mailing address)

8. To exchange in and transact, without limitation, any or all business for which corporations may be incorporated under the laws of the State of Tennessee
(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

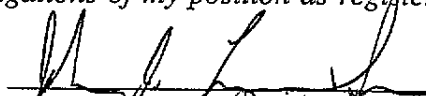
c/o CT Corporation System
Office Address: 1200 South Pine Island Road

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)
John J. Linnihan, Asst. Vice President

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.

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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: SEE SCHEDULE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE SCHEDULE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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CORAL SPRINGS, FLORIDA

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

Kirkland's of Coral Square, Coral Springs, FL, Inc.

13. By: Lowell Pugh, AVP
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lowell Pugh, Asst. Vice President
(Typed or printed name and capacity of person signing application)

OFFICERS AND DIRECTORS

OFFICERS:

President

Carl Kirkland
805 No. Parkway
Jackson, Tennessee 38305

Vice President/Secretary

Robert Alderson
805 No. Parkway
Jackson, Tennessee 38305

Asst. Vice President

Lowell Pugh
805 No. Parkway
Jackson, Tennessee 38305

Treas./Asst. Vice President

Connie Scoggins
805 No. Parkway
Jackson, Tennessee 38305

DIRECTORS

ALDERSON, ROBERT
Kirkland's, Inc.
805 N. Parkway
Jackson, TN 38305

FAULKNER, REYNOLDS C.
The Robinson-Humphrey Company, Inc.
3333 Peachtree Road, NE
Atlanta, GA 30326

KIRKLAND, CARL
Kirkland's, Inc.
805 N. Parkway
Jackson, TN 38305

MCGRATH, ALEXANDER (SANDY)
Capital Resource Partners
85 Merrimac Street, Suite 200
Boston, MA 02114

ORR, R. WILSON, III
SSM Corporation
845 Crossover Lane, Suite 140
Memphis, TN 38117

MUSSAFER, DAVID
Advent International Corporation
101 Federal Street
Boston, MA 02110

OSWALD, JOHN P.
CT Capital International, Inc.
575 5th Ave., 40th Floor
New York, NY 10017

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**Secretary of State
Corporations Section**

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

ISSUANCE DATE: 02/12/1998
REQUEST NUMBER: 98043055
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/29/1997
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0339824
JURISDICTION: TENNESSEE

TO:
BAKER DONELSON BEARMAN & CALDWELL
511 UNION ST
NASHVILLE, TN 37219

REQUESTED BY:
BAKER DONELSON BEARMAN & CALDWELL
511 UNION ST
NASHVILLE, TN 37219

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"KIRKLAND'S OF CORAL SQUARE, CORAL SPRINGS, FL, 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
DIVISION OF CORPORATIONS
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FOR: REQUEST FOR CERTIFICATE

ON DATE: 02/12/98

FROM:
BAKER DONELSON BEARMAN ETC (NASHVILLE)
511 UNION ST
SUITE 1700
NASHVILLE, TN 37219-0000

RECEIVED: FEES \$20.00 \$20.00
TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002249132
ACCOUNT NUMBER: 00208389



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE