

F99000004184



UCC FILING & SEARCH SERVICES, INC.  
526 East Park Avenue  
Tallahassee, FL 32301  
(850) 681-6528

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**UCC SERVICES**

OFFICE USE ONLY (Document #)

751581

000002958770-6  
-08/13/99-01010-004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Kirkland's of DeSoto Square, Bradenton, FL Inc

6994EW0978

- Walk In
- Mail Out
- Will Wait
- Photocopy

Pick Up Time

Certified Copy

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

**RUSH**

(5)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 12 AM 10:19  
99 AUG 12 PM 4:55  
RECEIVED

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

BRK  
8/12/99

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

**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.

KIRKLAND'S OF DESOTO SQUARE MALL, BRADENTON, FL, INC.

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1. \_\_\_\_\_  
(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. 65-0927510  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 16, 1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 805 N. Parkway  
Jackson, TN 38305  
(Current mailing address)

8. Retail home accessories and gifts store  
(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: NRAI Services, Inc.

Office Address: 526 East Park Ave.

Tallahassee, Florida, 32301  
(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.*

Gaily Ward, Spec. Asst. Secy.  
(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)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See schedule attached

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: See schedule attached

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.  
Kirkland's of DeSoto Square, Bradenton, FL, Inc.

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

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

## OFFICERS AND DIRECTORS

### OFFICERS:

#### Chairman

Carl Kirkland  
805 N. Parkway  
Jackson, Tennessee 38305

#### Chief Financial Officer

Reynolds C. Faulkner  
805 N. Parkway  
Jackson, Tennessee 38305

#### President and Chief Operating Officer

Robert Alderson  
805 N. Parkway  
Jackson, Tennessee 38305

#### Asst. Vice President/Secretary

Lowell Pugh  
805 N. Parkway  
Jackson, Tennessee 38305

#### Treasurer

Connie Scoggins  
805 N. Parkway  
Jackson, Tennessee 38305

### DIRECTORS

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

FAULKNER, REYNOLDS C.  
Kirkland's, Inc.  
805 N. Parkway  
Jackson, Tennessee 38305

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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DIVISION OF CORPORATIONS  
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Secretary of State  
Corporations Section

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

ISSUANCE DATE: 08/05/1999  
REQUEST NUMBER: 992171515  
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 06/16/1999  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0372517  
JURISDICTION: TENNESSEE

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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TO:  
BAKER DONELSON BEARMAN & CALDWELL  
CAROLINE JONES  
511 UNION  
NASHVILLE, TN 37219

REQUESTED BY:  
BAKER DONELSON BEARMAN & CALDWELL  
CAROLINE JONES  
511 UNION  
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 DESOTO SQUARE MALL, BRADENTON, 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

FOR: REQUEST FOR CERTIFICATE

ON DATE: 08/05/99

FROM:  
BAKER DONELSON BEARMAN ETC (MEMPHIS)  
2000 1ST TENNESSEE  
BUILDING  
MEMPHIS, TN 38103-0000

RECEIVED: FEES \$40.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002532274  
ACCOUNT NUMBER: 00208388



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE