

1200 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8886

# F95000002382



ACCOUNT NO. : 072100000032

REFERENCE : 597372 40865A

AUTHORIZATION : *Patricia Pjitt*

COST LIMIT : \$ 70.00

ORDER DATE : May 11, 1995

ORDER TIME : 10:45 AM

ORDER NO. : 597372

CUSTOMER NO: 40865A

CUSTOMER: Ms. Stephanie Secrest

500001484085

RECEIVED  
95 MAY 11 AM 11:45  
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: YES FINANCIAL INC.

PROFIT  
 NON-PROFIT

CORPORATE  
 LIMITED PARTNERSHIP

QUALIFICATION

95 MAY 11 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

# 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. YES Financial 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. Delaware 3. 33-0436496  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 24, 1995 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing of this application  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 700 N. Pearl Street, Suite 1940  
Dallas, TX 75201

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized.  
(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:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays St., Suite 105

Tallahassee

, Florida,

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Zip Code)

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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.*

*The Prentice Hall Corporation System, Inc.*

Sue Prevost  
(Registered agent's signature)

Sue Prevost - 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.

**A. DIRECTORS**

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

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

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

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

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

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

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

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

**B. OFFICERS**

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

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

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

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

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

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

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

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

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TALLAHASSEE, FLORIDA

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

13. Robert E. Whitaker  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert E. Whitaker, Vice President  
(Typed or printed name and capacity of person signing application)

**EXHIBIT "A"**

**YES Financial Inc.**

**Directors:**

**J. Oliver McGonigle, Chairman**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

**Gary S. Coppinger**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

**Edwin L. Cox**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

**Officers:**

**Bill Thaxton, President & CEO**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

**Scott Connor, Vice President**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

**Harish Naran, Vice President & Controller**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

**Robert E. Whitaker, Vice President, Treasurer & Secretary**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

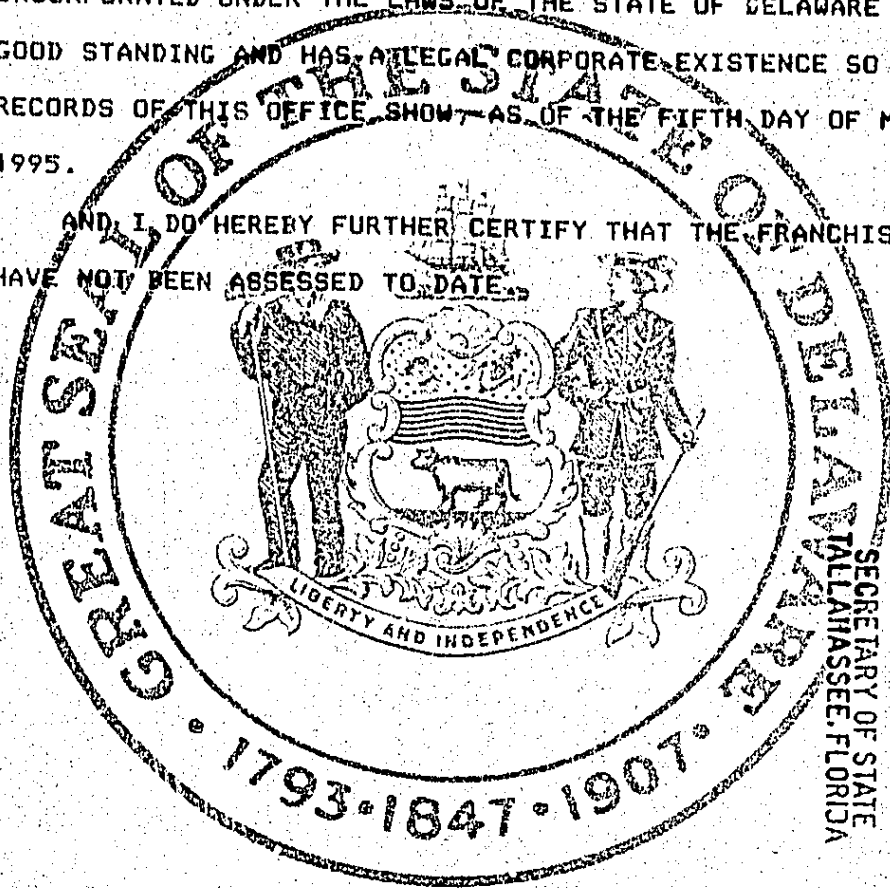
**Robert Swire, Vice President**  
700 N. Pearl Street, Suite 1940  
Dallas, Texas 75201

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "YES FINANCIAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW AS OF THE FIFTH DAY OF MAY, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 MAY 11 AM 10:41

FILED



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7496735

DATE:

05-05-95