

FOI 00000 4736

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AND INC. DBA Baldwin Real Estate Agency
(Name of corporation - must include suffix)

Dear Sir or Madam:

200004499892--8
-07/26/01--01051--005
*****78.75 *****78.75

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Elizabeth Franklin Goodwin
(Name of Person)
AND INC. DBA Baldwin Real Estate Agency
(Firm/Company) Suite A-50
27250 Perdido Beach Blvd. P.O. Box 3050
(Address)
Orange Beach, Ala. 36561
(City/State and Zip code)

01 SEP 01 AM 9:00
FILED BY
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Elizabeth Goodwin at (251) 981-7582
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 1, 2001

ELIZABETH FRANKLIN GOODWIN
AND, INC. dba BALDWIN REAL ESTATE AGENCY
P.O. BOX 3050
ORANGE BEACH, AL 36561

SUBJECT: AND, INC.
Ref. Number: W01000017726

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AND, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.

The Registered Agent for your corporation must have a STREET ADDRESS IN FLORIDA.

We realize that you are very close to the Florida border, and we are sorry that we cannot accept an R.A. address in Orange Beach.

ALSO, please note that when we register your corporation, we will file it under your actual corporate name -- "AND, INC."

If you need to register the DBA name -- "Baldwin Real Estate Agency" -- you will have to file a Fictitious Name application. We are enclosing our form for this.

Please do not hesitate to contact me at my direct number below if you have any questions.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 201A00044403

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

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TALLAHASSEE, FLORIDA

1. Amc, 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. Alabama 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Aug. 16, 1975 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 27250 Perdido Beach Blvd Orange Beach, Ala. 36561
(Principal office address)

P.O. Box 3050 Orange Beach, Ala. 36561
(Current mailing address)

8. Conduct Real Estate Transactions
(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)

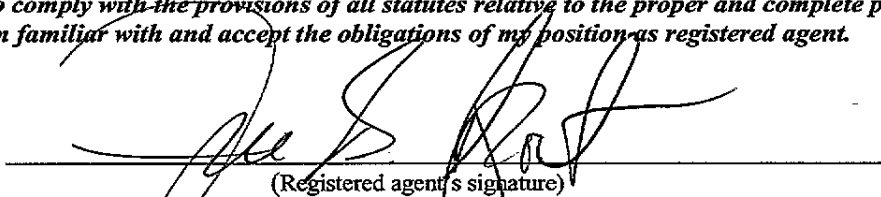
Name: Jill Spont

Office Address: 5152 Rowe Trail

Pace, Florida 32571
(City) (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)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Norene White

Address: P.O. Box 3050
Orange Beach, Fla. 36561

Vice President: _____

Address: _____

Secretary: Malissa White

Address: P.O. Box 3050, Orange Beach, Fla. 36561

Treasurer: _____

Address: _____

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

13. Norene White
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

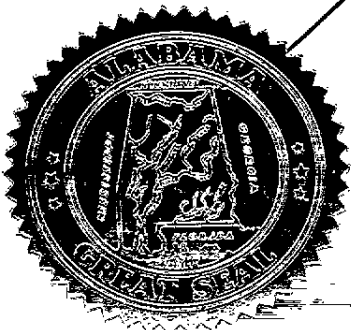
14. Norene White President
(Typed or printed name and capacity of person signing application)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that And, Inc. incorporated in Baldwin County, Gulf Shores, Alabama on August 6, 1975. I further certify that the records do not disclose that said And, Inc. has been dissolved.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

July 16, 2001

Date

Jim Bennett

Secretary of State