



F0000000504

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DIVISION OF CORPORATIONS
00 JAN 27 PM 3:56

ACCOUNT NO. : 072100000032
REFERENCE : 509428 4348638
AUTHORIZATION : *Patricia Pignato*
COST LIMIT : \$ 70.00

ORDER DATE : December 9, 1999

ORDER TIME : 3:23 PM

ORDER NO. : 509428-005

300003072063--2

CUSTOMER NO: 4348638

CUSTOMER: Speros D. Homer, Jr., Esq.
Speros D. Homer, Jr., Esq.
2701 West Busch Boulevard
Suite 130
Tampa, FL 33618-4531

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59 DEC 15 PM 3:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: CARR AND ASSOCIATES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

BK
1/27/00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 15, 1999

ANGIE GLISAR
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: CARR AND ASSOCIATES, INC.
Ref. Number: W99000028642

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We have received your document for CARR AND ASSOCIATES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

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Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 799A00058960

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00 JAN 27 PM 3:09
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT

Please give original
submission date as file date.

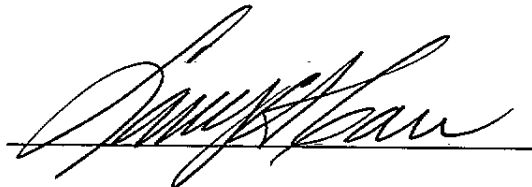
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RESOLUTION OF BOARD OF DIRECTORS
OF CARR AND ASSOCIATES, INC.

I, the undersigned, Larry A. Carr, do hereby certify that this Resolution of the Board of Directors of Carr and Associates, Inc., a corporation duly organized and existing under the laws of the State of Nevada was duly adopted on January 19, 2000.

BE IT RESOLVED, that Carr and Associates, Inc. organized and existing in the State of Nevada, hereby adopts the name: "Carr and Associates, Inc. (Nev.)" for use in the State of Florida.

Dated: January 19, 2000

A handwritten signature in black ink, appearing to read "Larry A. Carr", is written over a horizontal line.

Larry A. Carr, Chairman and President

**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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1. CARR AND ASSOCIATES, 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. NEVADA

(State or country under the law of which it is incorporated)

3. Applied for

(FEI number, if applicable)

4. 05/19/1994

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2000

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

7. 2701 WEST BUSCH BOULEVARD

TAMPA, FLORIDA 33618

(Current mailing address)

8. Financial Services

(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: LARRY A. CARR

Office Address: 2701 W. BUSCH BOULEVARD

TAMPA

, Florida, 33618
(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.

LARRY A. CARR

By: [Signature]

(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: LARRY A. CARR

Address: 2701 WEST BUSCH BOULEVARD
TAMPA, FLORIDA 33618

Vice President: _____

Address: _____

Secretary: RICHARD B. GONZALES

Address: 5626 NORTH GRANITE REEF ROAD
SCOTTSDALE, NEVADA 85250

Treasurer: LYNDA MAZZIE

Address: 2701 WEST BUSCH BOULEVARD
TAMPA, FLORIDA 33618

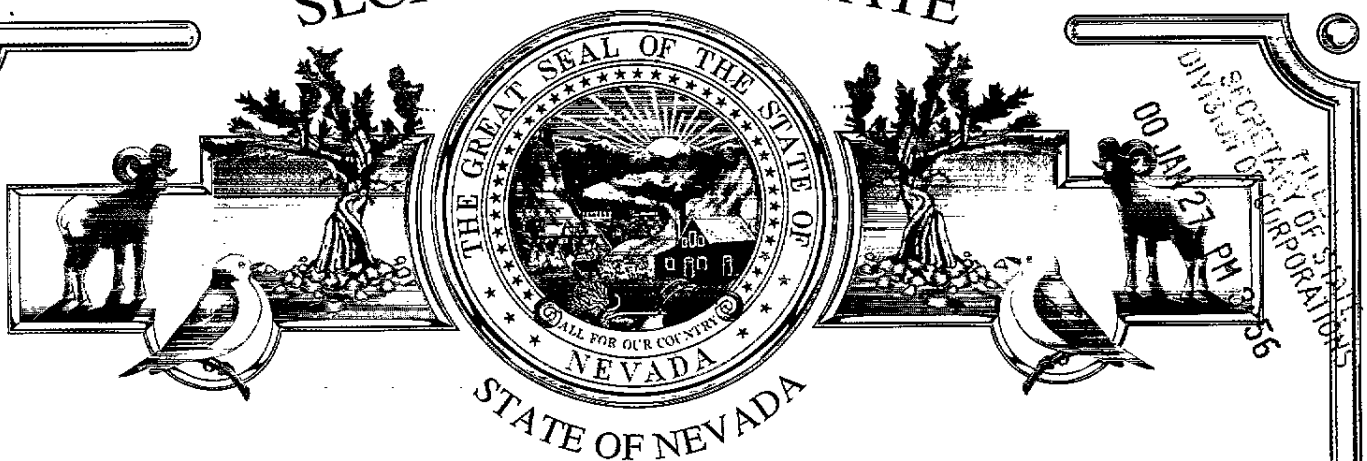
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Larry A. Carr
(Typed or printed name and capacity of person signing application)

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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, limited-liability partnerships and business trusts 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, **CARR AND ASSOCIATES** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 19, 1994, 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 December 13, 1999.



Dean Heller

Secretary of State

By

A. J. J.

Certification Clerk