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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

400003152094--9

-02/28/00--01086--005

SUBJECT: FirstCo Inc.

*****87.50 *****87.50

(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Malcolm Gray

(Name of Person)

FirstCo Inc.

(Firm/Company)

1905 Turnbury Drive

(Address)

Greenville, NC 27858

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Malcolm Gray

(Name of Person)

at (252 -) 353-6222

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien 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

FILED
STATE
DIVISION OF CORPORATIONS
00 FEB 29 PM 1:00

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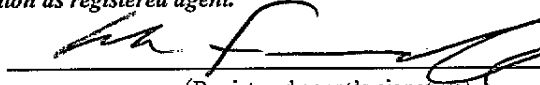
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. FirstCo 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. North Carolina 3. 56-2148480
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 9, 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. 1905 Turnbury Drive, Greenville NC 27858
1905 Turnbury Drive, Greenville NC 27858
(Current mailing address)
8. Mortgage Banker / Insurance 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: CT Corporation System
Office Address: 1200 S. 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)
Allan Farnell

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 29 PM 1:00

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

Chairman: F. Spencer Cosby, Jr.

Address: 1905 Turnbury Drive
Greenville, NC 27858

Vice Chairman: Thomas B. Hackney

Address: 608 W. Nash Street
Wilson, NC 27894

Director: _____

Address: _____

Director: See attached list of all Directors

Address: _____

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

President: Steven R. Valladares

Address: 1905 Turnbury Drive
Greenville, NC 27858

Vice President: _____

Address: _____

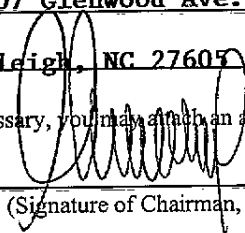
Secretary: A.P. Carlton

Address: 219 Fayetteville Street, Suite 1000
Raleigh, NC 27601

Treasurer: W. Gray Medlin

Address: 1307 Glenwood Ave., Suite 158
Raleigh, NC 27605

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. Steven R. Valladares

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
00 FEB 29 PM 1:00

FirstCo Officers**F. Spencer Cosby, Jr. (Spence)**

Chairman & Director
FirstCo, Inc.
1905 Turnbury Drive
Greenville, NC 27858
P: (252) 756-4300 ext 203

Steven R. Valladares (Steve)

President & Chief Executive Officer
FirstCo, Inc.
1905 Turnbury Drive
Greenville, NC 27858
P: (252) 353-6222

Thomas B. Hackney (Tom)

Vice Chairman & Director
John Hackney Agency
PO Box 998
Wilson, NC 27894
P: (252) 291-3111

W. Gray Medlin

Treasurer & Director
The Carson Medlin Company
1307 Glenwood Ave, Suite 158
Raleigh, NC 27605
P: (919) 828-8200

Alfred P. Carlton, Jr. (A.P.)

Secretary, General Counsel & Director
The Sanford Holshouser Lawfirm, PLLC
PO Box 2447
Raleigh, NC 27602
P: (919) 755-1800

Directors**Daniel B. Berry (Ben)**

Gateway Bank
President & Chief Executive Officer
PO Box 1908
Elizabeth City, NC 27909
P: (252) 334-1511

Michael G. Carlton (Mike)

Crescent State Bank
President & Chief Executive Officer
PO Box 5809
Cary, NC 27511
P: (919) 481-5110

Edwin L. Clark, Jr.

FirstCo Ventures, LLC
c/o Trade Oil Company
3602 Hwy 264 West
Greenville, NC 27858
P: (252) 752-4366

Ronald B. Davis (Ron)

The Bank of Stanly
President & Chief Executive Officer
PO Box 338
Albemarle, NC 28001
P: (704) 983-6181

William G. Garner (Grif)

FirstCo Ventures, LLC
Member
PO Box 3435
Greenville, NC 27836
P: (252) 355-4610 ext 1

Michael K. Jones (Mike)

Waccamaw Bank
Chairman of the Board
PO Box 2009
Whiteville, NC 28472
P: (910) 653-4001

John H. Ketner, Jr. (John)

Centennial Bank & Trust Company
President & Chief Executive Officer
PO Box 5869
Pinehurst, NC 28374
P: (910) 295-5770

James O. Frye (Jim)

The Community Bank
President & Chief Executive Officer
PO Box 1368
Pilot Mountain, NC 27041-9998
P: (336) 368-5334

William A. Long (Bill)

Piedmont Bank
President & Chief Executive Officer
PO Box 7109
Statesville, NC 28677-5256
P: (704) 871-1100

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 29 PM 1:00

STATE OF NORTH CAROLINA



Department of The
Secretary of State

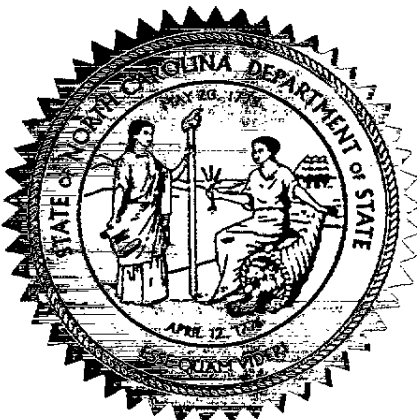
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

FIRSTCO INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 9th day of July, 1999, with its period of duration being PERPETUAL .

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 22nd day of December, 1999.

Elaine F. Marshall

Secretary of State