

FO 1000002241

AGENTS AND CORPORATION,
PROFESSIONAL CORPORATION SERVICES SINCE 1974

DAVID N. WILLIAMS, ESQUIRE
PRESIDENT
SUITE 600, ONE COMMERCE CENTER
1201 ORANGE STREET
P.O. BOX 511
WILMINGTON, DE 19899-0511

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(800) 759-2248
FAX: (302) 575-1642
E-MAIL ADDRESS:
AGENTS@WHW-DE.COM
WWW.INCNOW.COM

April 18, 2001

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-04/19/01--01094--002
*****78.75 *****78.75

(Federal Express)
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

W61-9235

Re: Agents and Corporations, Inc.

Dear Sir/Madame:

Enclosed are the necessary papers to qualify the above Delaware corporation in your state together with our check in the amount of \$78.75 in payment of filings fees and a Status Certificate.

Please file upon receipt and return letter of acknowledgment and Status Certificate in the pre-addressed Federal Express Label.

Should you have any questions, please feel free to contact the undersigned.

Yours truly,



David N. Williams

01 APR 27 PM 8:05
DELAWARE STATE
DIVISION OF CORPORATIONS

FILED

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4/27



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 24, 2001

AGENTS AND CORPORATIONS, INC.
PO BOX 511
WILMINGTON, DE 19889-0511

SUBJECT: AGENTS AND CORPORATIONS, INC.
Ref. Number: W01000009235

We have received your document for AGENTS AND CORPORATIONS, 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):

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 001A00024267

FILED
APR 27 PM 8:05
TALLAHASSEE, FLORIDA

**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. Agents and Corporations, 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. 51-0196992
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 21, 1976 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. 773 4th Avenue North, Suite E, Naples, Florida 34102
(Principal office address)

773 4th Avenue North, Suite E, Naples, Florida 34102
(Current mailing address)

8. Acting as Registered Agent
(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: David N. Williams
Office Address: 773 4th Avenue North, Suite E
Naples, Florida 34102
(City) (Zip code)

FILED
01 APR 29 PM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: David N. Williams

Address: 773 4th Avenue North, Suite E, Naples, Florida 34102

Vice Chairman: _____

Address: _____

Director: David N. Williams

Address: 773 4th Avenue North, Suite E, Naples, Florida 34102

Director: _____

Address: _____

B. OFFICERS

President: David N. Williams

Address: 773 4th Avenue North, Suite E, Naples, Florida 34102

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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01 APR 27 PM 8:05
SECRETARY STAFF
FACILITY DIVISION

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

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

14. DAVID N. WILLIAMS, PRESIDENT
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AGENTS AND CORPORATIONS, 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 EIGHTEENTH DAY OF APRIL, A.D. 2001.

FILED
01 APR 27 PM 8:05
SECRETARY OF STATE
TALLMERE, DELAWARE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1085152

010185737

DATE: 04-18-01