16 January 2002

Registration Section/Division of Corporations 409 E. Gaines Street Tallahassee FL 32399

RE: APPLICATION FOR AUTHORITY TO TRANSACT BUSINESS

To Whom It May Concern:

Please find enclosed....

- Transmittal Letter
- > Application for Certificate of Authority to Transact Business in Florida.
- ➤ Check for \$87.50 payable to Florida Division of Corporations for Filing fees, Certificate of Status & Certified Copy.
- ➤ Certificate of Existence, California

Please contact me directly with any further requirements or requests for additional information.

BK

Respectfully

Diane Hoessl Senior Vice President Chief Compliance Officer

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235 Montgomery St., Suite 1050 •

San Francisco, California 94104

(415) 398-4363 Fax (415) 398-6789

TRANSMITTAL LETTER

TO: Registration Section Division of Corporations SUBJECT: Protected Investors of America Incorporation (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:
Diane Hoess!
(Name of Person)
Protected Investors of America
(Firm/Company)
235 Mantgomery St # 1050 (Address)
(Address)
San Francisco CA 94104
(City/State and Zip code)
•
For further information concerning this matter, please call:
Diane Hoess at (415) 398.4363 x 103 (Name of Person) (Area Code & Daytime Telephone Number)
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 MAILING ADDRESS: Registration Section Division of Corporations Pivision 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 & Certificate of Status & Certified Copy

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. Protected (Investors of America (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. California 3. (State or country under the law of which it is incorporated) (FEI number, if applicable)
4. U · 03 · 1934 (Date of incorporation) 5. Deveta (Duration Year corp. will cease to exist or "perpetual")
6. <u>Upon avalification</u>
(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. 235 Montgomen St #1050 Santrancisco CA 94104 (Principal office address)
Current mailing address)
8. <u>need authorization to transact Business to apply for Florida Insurance</u> (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Ucense
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company Office Address: 1201 Hayes Street
Talla hasse , Florida 3230 / (City) (Zip code)
0. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place lesignated 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 luties, and I am familiar with and accept the obligations of my position as registered agent.
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Asst. V. Pres.

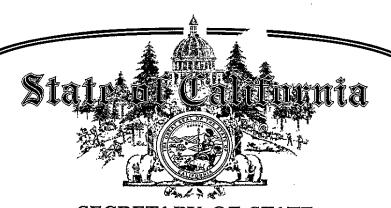
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

Deborah D. Skipper

(Registered agent's signature)

12. Names and business addresses of officers and/or directors:

A. DIRECTORS	
Chairman: Danna Rio	<u> </u>
Address: bb Hamilton Place	三
Oakland CA 94612	To a far
Director Georgene Keeler	A B D
Address: 1833 Steiner St	
San Francisco CA 94115	3
Director: James Ruyean	
Address: 19 Fernwood Way	
Address: 19 Fernwood Way San Rafael CA 94901	
Director: Ray Miller	
Address: 2680 Bishop Dr. # 206	
San Ramon CA 94583	
B. OFFICERS	
President: Rita Buch finck	
Address: 235 Mantgamery St #1050	
San Francisco CA 94104	
SV. Vice President: Diane Hoess	
Address: 235 Mantgomery St # 1050	
San Francisco CA 94104	
Secretary: John Armstead	
Address: 235 Mantgomen St # 1050 San Francisco	CA94104
Treasurer: Ivv Ford	
Address: 1990 N. California Blvd #340 Wallet Cr	cek CA 9459L
·	_
NOTE: If necessary, you may attach an addendum to the application listing additional off	icers and/or directors.
13. Signature of Chairman, Vice Chairman, or any officer listed in number 12	of the application)
14. <u>Diane Hoessl.</u> Sv. Vice President	or the application)
(Typed or printed name and canacity of person signing application	<u> </u>



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 3rd day of November, 1934, PROTECTED INVESTORS OF AMERICA, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of January 14, 2002.

BILL JONES
Secretary of State