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Attn: Shawn Logan

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

500004895785--3

-02/08/02--01019--001

*****70.00 *****70.00

SUBJECT: Sebring Capital Corporation
(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:

Sue Gamboa

(Name of Person)

Sebring Capital Corporation

(Firm/Company)

4000 International Parkway, Ste. 3000

(Address)

Carrollton, TX 75007

(City/State and Zip code)

FILED
02 FEB - 8 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Sue Gamboa

(Name of Person)

at (972) 862-5101

(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
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

LC

**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. Sebring Capital Corporation
(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. 75-2652282
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5-14-96 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. 4000 International Parkway, Suite 3000 Carrollton, TX 75007
(Principal office address)
Same
(Current mailing address)
8. Mortgage lending
(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 South Pine Island Rd.
Plantation, Florida 33324
(City) (Zip code)

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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.

Maria Ozaeta

(Registered agent's signature)

**Maria Ozaeta
Vice President**

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: Michael L. Brown

Address: 4000 International Pkwy. Ste. 3000
Carrollton, TX 75007

Director: A. Brant Bryan 15601 Dallas Pkwy. Ste. 400 Dallas, TX 75001

Address: _____

Director: Margaret Kay Jones (Retired) Home Address 4222 Abbott Dallas, TX 75205

Director: Neal R. Meissner

Address: 4000 International Pkwy. Ste. 3000
Carrollton, TX 75007

Director: Lance P. Welch

Address: 4000 International Pkwy. Ste. 3000
Carrollton, TX 75007

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Michael L. Brown

Address: 4000 International Pkwy. Ste. 3000
Carrollton, TX 75007

Vice President: Lance P. Welch

Address: 4000 International Pkwy. Ste. 3000
Carrollton, TX 75007

Secretary: Michael L. Brown

Address: 4000 International Pkwy. Ste. 3000 Carrollton, TX 75007

Treasurer: Neal R. Meissner

Address: 4000 International Pkwy. Ste. 3000 Carrollton, TX 75007

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

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

14. Michael L. Brown, President

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

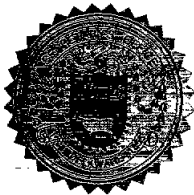
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEBRING CAPITAL CORPORATION" 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 FIFTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SEBRING CAPITAL CORPORATION" WAS INCORPORATED ON THE FOURTEENTH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1596596

DATE: 02-05-02