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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

500004981325--1
-02/21/02--01056--014
*****70.00 *****70.00

SUBJECT: ARIZONA CAPITAL GROUP INC
(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:

CHAD HARRINGTON

(Name of Person)

ARIZONA CAPITAL GROUP INC.

(Firm/Company)

11333 N. SCOTTSDALE Road Suite 150

(Address)

SCOTTSDALE ARIZONA 85254

(City/State and Zip code)

For further information concerning this matter, please call:

CHAD HARRINGTON
(Name of Person)

at (480) 998-5757
(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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

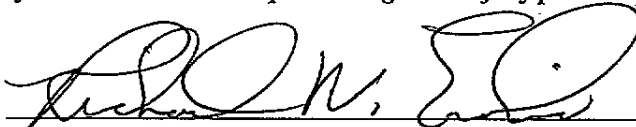
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ARIZONA CAPITAL GROUP INCORPORATED
(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. ARIZONA 3. 86-0852831
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. MARCH 19, 1997 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. 11333 N. SCOTTSDALE ROAD SUITE 150 SCOTTSDALE, AZ 85254 (480) 998-5757
(Principal office address)
- SAME
(Current mailing address)
8. Already registered as B/D, wanting to conduct insurance business
(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: RICHARD W. ERVOLINO
Office Address: 145 YACHT CLUB WAY, SUITE 212
HYPOLUXO - FL, Florida 33462
(City) (Zip code)

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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: CANDY G. Wilson
Address: 11333 N. SCOTTSDALE Rd #150
Scottsdale AZ 85254

Vice Chairman: Samuel Pittman
Address: 11333 N. Scottsdale Rd #150
Scottsdale AZ 85254

Director: Robert Trask
Address: 11333 N. Scottsdale Rd #150
Scottsdale AZ 85254

Director: _____
Address: _____

B. OFFICERS

President: CANDY G. Wilson
Address: 11333 N. Scottsdale Rd #150
Scottsdale AZ 85254

Vice President: Samuel Pittman
Address: 11333 N. Scottsdale Rd #150
Scottsdale AZ 85254

Secretary: Samuel Pittman
Address: 11333 N. Scottsdale Rd #150 Scottsdale AZ 85254

Treasurer: Robert Trask
Address: 11333 N. Scottsdale Rd #150 Scottsdale AZ 85254

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

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

14. CANDY G. Wilson - Chairman
(Typed or printed name and capacity of person signing application)

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****ARIZONA CAPITAL GROUP, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on March 19, 1997.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 14th Day of February, 2002, A. D.



EXECUTIVE SECRETARY

BY: *[Signature]*