

Division of Corporations

Page 1 of 2

FO2000003551

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000158807 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : PAUL SMITH
Account Number : I20010000247
Phone : (305) 673-0347
Fax Number : (305) 532-0738

02 JUL 11 PM 3:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT QUALIFICATION

BAY FINANCE COMPANY, INC. WISCONSIN

Certificate of Status	0
Certified Copy	0
Page Count	92/14
Estimated Charge	\$70.00

6

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Adjudgement	DCC
P. Verifier	DCC

FO2000003551



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 28, 2002

PAUL SMITH

SUBJECT: BAY FINANCE COMPANY, INC.
REF: W02000019011

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: H02000158807
Letter Number: 102A00041456

RECEIVED
02 JUL 11 AM 10:44
DIVISION OF CORPORATION

JUL 11 2002 10:15

CORPORATESERVICES

3055320738

p.6

07/10/2002 17:44 12625426601

BAY FINANCE

PAGE 01

H02 000 158 807 6

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned JAMES BRICK do hereby certify
(Name)

that this Resolution of the Board of Directors of
BAY FINANCE COMPANY, INC.

(Corporation Name)

a corporation duly organized and existing under the laws of the State of WISCONSIN.
was duly adopted on JULY 8, 2002.

Be it resolved, that BAY FINANCE COMPANY, INC.
(Corporate Name)

organized and existing in the State of WISCONSIN, hereby adopts the name

BAY FINANCE COMPANY, INC. WISCONSIN for use in Florida.

Dated: 7-10-02


Signature of either Chairman, Vice Chairman or any Officer

JAMES BRICK, PRESIDENT

Type or print name

02 JUL 11 PM 3:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H02 000 158 807 6

H02 000 158 807 6

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

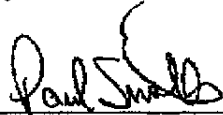
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BAY FINANCE COMPANY, INC. WISCONSIN
(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. WISCONSIN 3. 39-1815362
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 03-20-95 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. 237 SOUTH ST. WAUKESHA, WI 53186
(Principal office address)

(Current mailing address)
8. ANY LAWFUL PURPOSE
(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: A1A CORPORATE SERVICES INC.
Office Address: 218 SOUTHERN COUNTRY LANE
QUINCY, Florida 32351
(City) (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.



PAUL SMITH, Vice President

(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.

H02 000 158 807 6

FILED
02 JUL 11 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 11 2002 10:15

CORPORATESERVCS

3055320738

p.4

06/27/2002 11:28 12625426601

BAY FINANCE

PAGE 03

JUN 26 2002 19:58

CORPORATESERVCS

3055320738

P.3

H02 000 158 807 6

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: JAMES BRICK

Address: 237 SOUTH ST.

WAUKESHA, WI 53186

Vice President: KEN JENSEN

Address: 237 SOUTH ST.

WAUKESHA, WI 53186

Secretary: FAYE JENSEN

Address: 237 SOUTH ST. WAUKESHA, WI 53186

Treasurer: JAMES BRICK

Address: 237 SOUTH ST. WAUKESHA, WI 53186

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. JAMES BRICK, PRESIDENT

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

H02 000 158 807 6

FILED

02 JUL 11 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 11 2002 10:15

CORPORATESERVICES

3055320738

p. 5

06/28/2002 09:25

12625426601

BAY FINANCE

PAGE 01

HO2 000 158 807 6

DOM
180 181 185

United States of America

State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

BAY FINANCE COMPANY, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is March 20, 1995.

I further certify that said corporation has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921 or 181.1622, Wis. Stats., and that it has not filed articles of dissolution.

02 JUL 11 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department on May 17, 2002.

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

BY: Cathy Mickelson

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

HO2 000 158 807 6