

F02000005561

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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11/05/02--01080--003 **87.50

FILED

02 NOV -5 AM 10:16

STATE
TALLAHASSEE, FLORIDA

BK

USA Motor Club, Inc.

October 29, 2002

Florida Department of State
Registration Section - Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

FILED
NOV -5 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: USA Motor Club, Inc.

To Whom It May Concern:

Please find the attached documents for registration in the State of Florida. A check in the amount of \$ 87.50 is enclosed for the following:

Application for Authority – Foreign Corporation	\$ 87.50
Expedited Filing Fee	
Registered Agent Fee	

Please send all correspondence to my attention at the address listed below. If you need further assistance or have any questions please contact me at 972.999.4558.

Sincerely,



Nancy Garcia
Legal Compliance Specialist

Enclosures

**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*

FILED
NOV - 8 AM 10:16
STATE
SECRETARY, FLORIDA

1. USA Motor Club, 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. Nevada 3. applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/24/2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual
(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. 6500 Beltline Road, Irving, TX 75063
(Principal office address)
same
(Current mailing address)
8. We are a company which in exchange for dues provides members with benefits and services including but not limited to emergency roadside assistance and other travel services
(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)

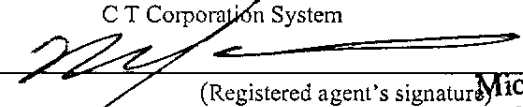
Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

By: C T Corporation System

(Registered agent's signature) **Michael E. Jones**
Assistant Secretary

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

SEE ATTACHMENT

Chairman: William J. Gedwed

Address: 6500 Beltline Road

Irving, TX 75063

Vice Chairman: _____

Address: _____

Director: Jeffrey J. Jensen

Address: 6500 Beltline Road

Irving, TX 75063

Director: Ronald L. Jensen

Address: 6500 Beltline Road

Irving, TX 75063

B. OFFICERS

SEE ATTACHMENT

President: Ronald L. Jensen

Address: 6500 Beltline Road

Irving, TX 75063

Vice President: Henry Stroup

Address: 6500 Beltline Road

Irving, TX 75063

Secretary: Jeffrey J. Jensen

Address: 6500 Beltline Road Irving, TX 75063

Treasurer: Jeffrey J. Jensen

Address: 6500 Beltline Road Irving, TX 75063

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. Henry Stroup, Vice President

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

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TALLAHASSEE, FLORIDA
SEC. OF STATE

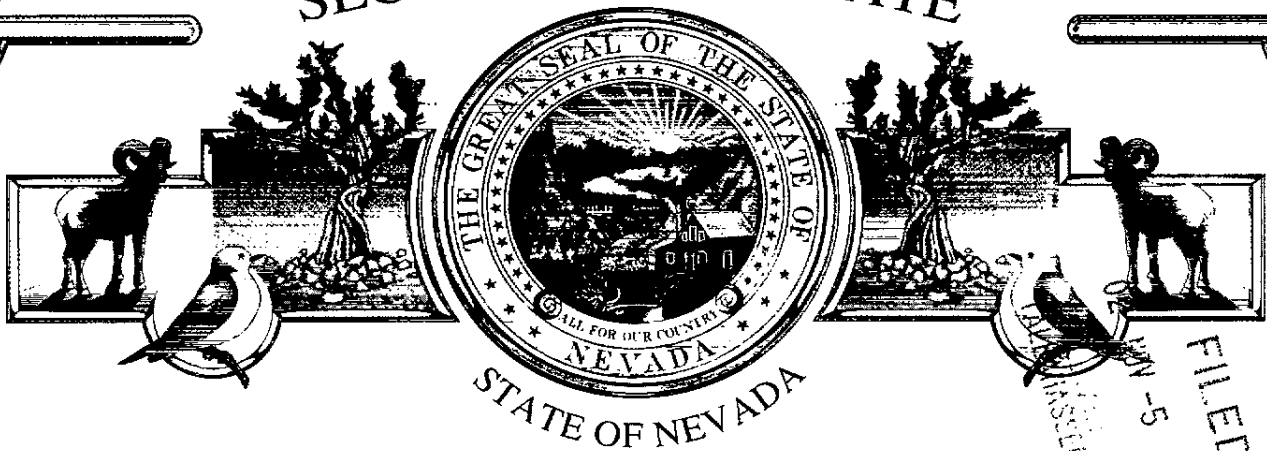
Attachment to Florida

Officers & Directors

1. Full Name: Jeffrey J. Jensen
Officer/Director: Officer, Director
Director's Title: Other Director
Business Address: 6500 Beltline Road
City: Irving
State: TX
ZIP Code: 75063
2. Full Name: Ronald L. Jensen
Officer/Director: Officer, Director
Director's Title: Other Director
Business Address: 6500 Beltline Road
City: Irving
State: TX
ZIP Code: 75063
3. Full Name: Henry Stroup
Officer/Director: Officer
Business Address: 6500 Beltline Road
City: Irving
State: TX
ZIP Code: 75063
4. Full Name: Cindy D. Pagel
Officer/Director: Officer
Business Address: 6500 Beltline Road
City: Irving
State: TX
ZIP Code: 75063

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **USA MOTOR CLUB, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since October 24, 2002, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 24, 2002.



Dean Heller

DEAN HELLER
Secretary of State

By

Joan Larson

Certification Clerk