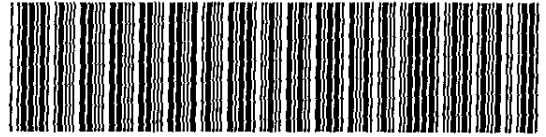


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STATE
FLORIDA



800009414458

12/16/02--01078--001 **70.00

W02-35309

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

THE LAW OFFICES OF MARK E. CRONE

MARK E. CRONE, ESQUIRE
CELL PHONE (860) 202-6845
INTERNET ADDRESS MARK @ TAPEWARE.COM

FILED
03 JAN 21 AM 10

TALLAHASSEE, FLORIDA

CONNECTICUT OFFICE
38 WOODLAND STREET
HARTFORD, CONNECTICUT 06105
DIRECT DIAL (860) 727-1128 X 208
FACSIMILE (860) 278-1954

CALIFORNIA OFFICE
7435 NORTH INGRAM
FRESNO, CALIFORNIA 93711
DIRECT DIAL (559) 449-2439 EXT 101
FACSIMILE (559) 449-1188

December 16, 2002

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: First American Security Financial, Inc.

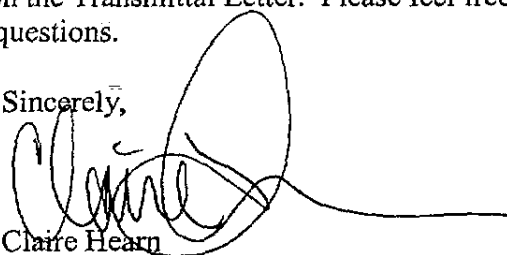
Dear Sir or Madam:

Enclosed please find the following in reference to the above mentioned corporation:

1. Transmittal Letter;
2. Application by Foreign Corporation for Authorization to Transact Business in Florida;
3. A Certificate of Existence with Status in Good Standing certified on October 1, 2002; and
4. A check in the amount of \$70.00 for filing fee.

Please process these items at your earliest possible convenience, and return a letter of acknowledgment to the designee appointed on the Transmittal Letter. Please feel free to contact our Connecticut office should you have any questions.

Sincerely,


Claire Hearn
Legal Assistant

MEC/ceh
enclosures



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

FILED

03 JAN 21 AM 10:36

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

December 17, 2002

MARK E. CRONE, ESQ.
38 WOODLAND STREET
HARTFORD, CT 06105

SUBJECT: FIRST AMERICAN SECURITY FINANCIAL, INC.
Ref. Number: W02000035309

We have received your document for FIRST AMERICAN SECURITY FINANCIAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 202A00066481

**ACTION BY UNANIMOUS WRITTEN CONSENT OF
BOARD OF DIRECTORS
IN LIEU OF MEETING OF
FIRST AMERICAN SECURITY FINANCIAL, INC.,
a Nevada corporation**

FILED
03 JAN 21 AM 10:36
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole director of FIRST AMERICAN SECURITY FINANCIAL, INC., a Nevada corporation, (the "Corporation") by his signature below, does hereby adopt the following resolutions on behalf of this Corporation, pursuant to the Nevada Revised Statutes, for the purpose of completing the perfection of the organization of this Corporation:

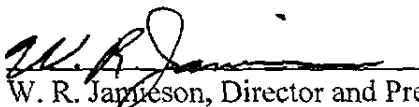
WHEREAS, the name "First American Security Financial, Inc." is not available for use to qualify as a foreign corporation in the State of Florida.

NOW THEREFORE BE IT RESOLVED, that the Corporation be and hereby is directed to adopt the name "First American Security Financial of Nevada, Inc." for the purpose of qualifying as a foreign corporation in the State of Florida;

RESOLVED FURTHER, that the Corporation be and hereby is directed to assume the fictitious name "First American Security Financial" for the purpose of doing business in the State of Florida; and

RESOLVED FURTHER, that either the President or Secretary of the Corporation, acting alone, is hereby authorized and directed to execute those documents which may be required to qualify as a foreign corporation in the State of Florida under the name the name "First American Security Financial of Nevada, Inc." and to do business under the fictitious business name in the State of Florida of "First American Security Financial".

IN WITNESS WHEREOF, the undersigned has executed this Action by Unanimous Written Consent of the Board of Directors as of the 8th day of January, 2003. This written consent shall be filed in the Minute Book of the Corporation and become a part of the records of the Corporation.


W. R. Jamieson, Director and President

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

03 JAN 21 AM 11

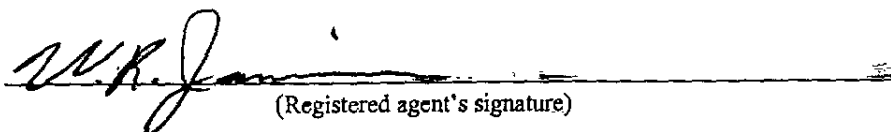
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

TALLAHASSEE, FL

1. First American Security Financial, 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
(State or country under the law of which it is incorporated)
3. ---
(FEI number, if applicable)
4. August 28, 2001
(Date of incorporation)
5. Perpetual
(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. 6450 N. Wickham Road, Suite 106 Melbourne FL 32940
(Principal office address)
6450 N. Wickham Road, Suite 106 Melbourne FL 32940
(Current mailing address)
8. Purveyor of securities and certificate of deposits
(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: W.R. Jamieson
Office Address: 6450 N. Wickham Road, Suite 106
Melbourne 32940
Florida
(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.


(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

FILED

Chairman: _____ 03 JAN 21 AM 10:31

Address: _____ SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: W.R. Jamieson

Address: 6450 North Wickham Road, Suite 106

Melbourne FL 32940

Director: Patrick Runninger

Address: 4047 E. Mountain Vista Drive

Phoenix, AZ 85048

B. OFFICERS

President: W.R. Jamieson

Address: 6450 North Wickham Road, Suite 106

Melbourne, FL 32940

Vice President: Patrick Runninger

Address: 4047 E. Mountain Vista Drive

Phoenix, AZ 85048

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

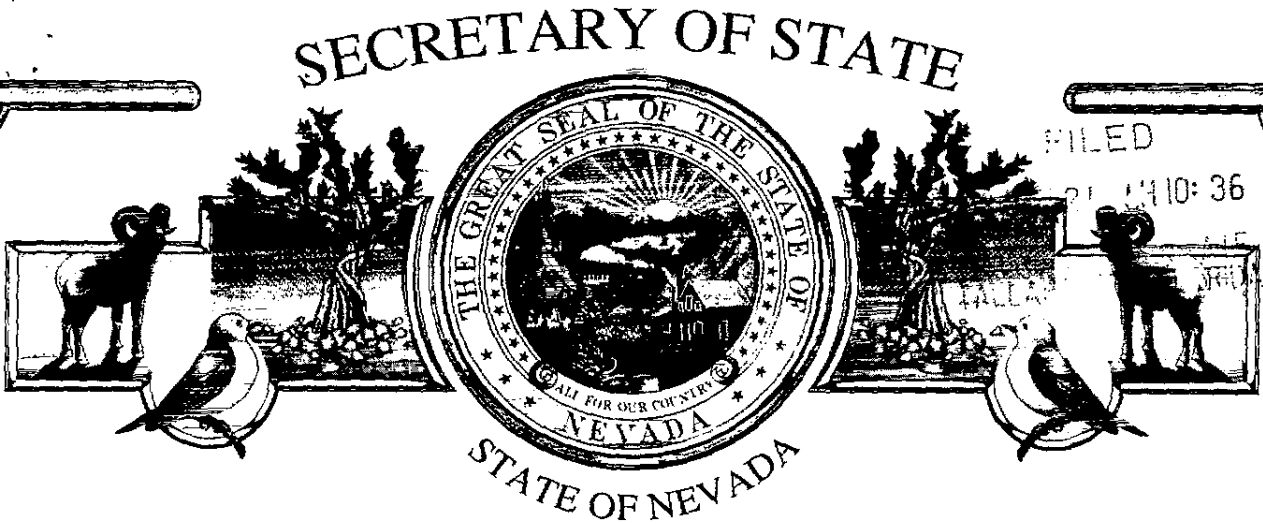
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. W.R. Jamieson

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. W.R. Jamieson President and Director

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



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, **FIRST AMERICAN SECURITY FINANCIAL, 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 August 28, 2001, 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 1, 2002.

Dean Heller

DEAN HELLER
Secretary of State

By

[Signature]

Certification Clerk