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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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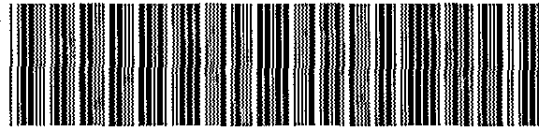
(Business Entity Name)

(Document Number)

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REPLY TO: Tallahassee

WRITER'S DIRECT LINE (850) 841-7770, x. 204

E-MAIL: ck@tewlaw.com

**Tew Cardenas Rebak  
Kellogg Lehman  
DeMaria Tague  
Raymond & Levine, L.L.P.**

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ATTORNEYS AT LAW

March 24, 2003

**Via Hand Delivery**

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: **KEYSTATE MARKETING ASSOCIATES, INC.**  
Application By Foreign Corporation For Authorization to Transact Business in Florida

Dear Sir/Madame:

On behalf of Keystate Marketing Associates, Inc., enclosed please find a completed, executed Application By Foreign Corporation For Authorization to Transact Business in Florida. Included with the enclosed Application is an original Certificate of Good Standing issued by the Secretary of State of Illinois and a check in the amount of \$78.75.

Upon the Department's acceptance of this filing, we request an original Certificate of Status. Please contact us at (850) 841-7770 as soon as this document is ready.

If you have any questions regarding this filing, please do not hesitate to contact us.

Sincerely,



Christopher J. Karo

cc: Keystate Marketing Associates, Inc.

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• MIAMI OFFICE •

MIAMI CENTER, 26TH FLOOR, 201 SOUTH BISCAYNE BOULEVARD, MIAMI, FLORIDA 33131 4336. TELEPHONE 305/536-1112, FACSIMILE 305/536-1116

• TALLAHASSEE OFFICE •

MONROE PARK TOWER, 101 N. MONROE STREET, SUITE 725, TALLAHASSEE, FLORIDA 32301, TELEPHONE 850/841-7770, FACSIMILE 850/841-7778

**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. Keystate Marketing Associates, 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. Illinois 3. 37-1108576  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 7, 1981 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. 11385 N. Trimble Road Robinson, IL 62454  
(Principal office address)  
PO Box 676 Robinson, IL 62454  
(Current mailing address)  
To hire and train agents to sell insurance; To sell insurance; To process applications for insurance; To collect premiums and commissions from insurance sales and to do all things necessary and incidental in and about conducting the business of selling insurance. The Corporation will not operate a business or vocational institution, and all insurance sold will be sold as insurance agents or brokers.
8. 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.*



(Registered agent's signature)

**EA Wallace**  
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.

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

A. DIRECTORS

Chairman: Thomas E. Connell  
Address: 11385 N. Trimble Road  
Robinson, IL 62454

Director: Jess Benjamin Latham, III  
Address: 2025 South Hughes  
Amarillo, TX 79109-2265

Director: Jess Benjamin Latham, IV  
Address: 2025 South Hughes  
Amarillo, TX 79109-2265

Director: Larry Latham  
Address: 2025 South Hughes  
Amarillo, TX 79109-2265

B. OFFICERS

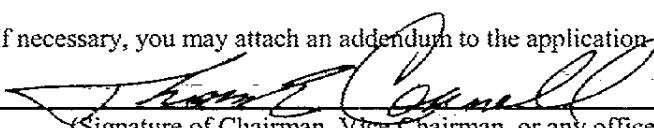
President: Thomas E. Connell  
Address: 11385 N. Trimble Road  
Robinson, IL 62454

Vice President: Jess Benjamin Latham III VP#2: Jess Benjamin Latham, IV  
Address: 2025 South Hughes 2025 South Hughes  
Amarillo, Tx 79109-2265 Amarillo, TX 79109-2265

Secretary/  
Treasurer: Larry Lee Latham  
Address: 2025 South Hughes  
Amarillo, TX 79109-2265  
Address: \_\_\_\_\_

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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. Thomas E. Connell, President  
(Typed or printed name and capacity of person signing application)

File Number 5258-510-4



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

KEYSTATE MARKETING ASSOCIATES, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 7, 1981, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*

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*In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 14TH *day of* MARCH *A.D.* 2003.

*Jesse White*

SECRETARY OF STATE