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## FOREIGN PROFIT QUALIFICATION

Member Agencies, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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6-24-03

TP03000 21110211

**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:

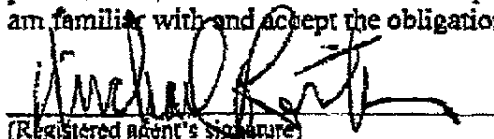
1. Name of Corporation: Member Agencies, Inc.
2. State or Country under the law of which it is incorporated: Delaware
3. FEI number, if applicable: 35-2180995
4. Date of Incorporation: 10/1/2002
5. Duration: Perpetual
6. Date first transacted business in Florida:
7. Current mailing address: 16720 Beauclaire Ct., Tavares, Florida 32778.
8. Purpose of corporation authorized in home state or country to be carried out in the state of Florida: Insurance Marketing.
9. Name and street address of Florida registered agent:

Name: Michael Reiter

Office address: 16720 Beauclaire Ct., Tavares, Florida 32778. Located in the county of Lake.

**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.

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

A. DIRECTORS

Chairman: Michael Rice

Address: 14 Rena Marie Circle, Washingtonville, New York 10992

Vice Chairman: Michael Reiter

Address: 16720 Beauclaire Court, Tavares, Florida 32778

B. OFFICERS

President: Michael Rice

Address: 14 Rena Marie Circle, Washingtonville, New York 10992

Vice President: Lori Rice

Address: 14 Rena Marie Circle, Washingtonville, New York 10992

Secretary: Michael Reiter

Address: 16720 Beauclaire Court, Tavares, Florida 32778

Treasurer: Michael Reiter

Address: 16720 Beauclaire Court, Tavares, Florida 32778

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

12.

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

Michael Reiter, Secretary, Treasurer

13.

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

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# Delaware

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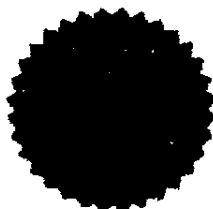
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEMBER AGENCIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MEMBER AGENCIES, INC." WAS INCORPORATED ON THE FIRST DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2467071

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DATE: 06-11-03

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