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TALLAHASSEE, FLORIDA

**FOREIGN PROFIT QUALIFICATION**

**Windward Securities Corporation**

Certificate of Status	0
Certified Copy	0
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J. BRYAN JUL 24 2003

# 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. Windward Securities Corporation  
(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. New Hampshire  
(State or country under the law of which it is incorporated)
3. 86-1068004  
(FEI number, if applicable)
4. 05/28/03  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. 09/02/2003  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and §17.155, F.S.)
7. One Granite Place, Concord, NH 03301  
(Principal office address)  
same  
(Current mailing address)
8. See Attachment  
(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/o CT 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: CT Corporation System  
  
TRACY HOLICK  
(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**Chairman: SEE ATTACHMENT

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**President: SEE ATTACHMENT

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**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. David K. Booth, President

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

7/03

Windward Securities Corporation  
One Granite Place  
Concord, New Hampshire 03301

**Officers**

Ronald R. Angarella  
David K. Booth  
David Armstrong  
W. Thomas Boulter  
Charles C. Cornelio  
Carol R. Hardiman  
Frederick C. Tedeschi  
John A. Weston  
Donna M. Wilbur  
Lisa S. Clifford  
Marty Kennedy  
Michael F. Murray  
K. Jay Salamy  
Timothy L. Stickney  
Margaret A. Salamy

- Chairman & CEO
- President
- Vice President
- Vice President & Chief Compliance Officer
- Vice President
- Vice President
- Vice President & Secretary
- Treasurer
- Assistant Treasurer
- Assistant Vice President
- Assistant Vice President
- Assistant Vice President
- Assistant Vice President
- Assistant Vice President
- Assistant Vice President

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WINDWARD SECURITIES CORPORATION  
ATLANTA, GEORGIA

**Board of Directors**

Ronald R. Angarella  
David K. Booth  
Charles C. Cornelio  
Carol R. Hardiman

Attachment to Florida

**Purpose Clause**

The principal purpose or purposes for which this corporation is established are to engage in the business of effecting transactions in securities of all kinds for its own account and for the account of others, to advise others on the purchase of insurance, securities, and other investments, and to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest in property.

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2003 JUL 25 PM 12:25  
JAMES H. GEORGE CORPORATION  
TALLAHASSEE, FLORIDA

STATE OF New Hampshire  
Department of State

CERTIFICATE OF EXISTENCE

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2003 JUL 25 PM 12:25  
CLERK OF COURTS  
ALLAHASSEE, FLORIDA

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that WINDWARD SECURITIES CORPORATION is a New Hampshire corporation duly incorporated under the laws of the State of New Hampshire on May 28, 2003. I further certify that all fees required by the Secretary of State's office have been paid and that articles of dissolution have not been filed.

IN TESTIMONY WHEREOF, I hereto  
set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 24th day of July, A.D. 2003

*William M. Gardner*

William M. Gardner  
Secretary of State

