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Division of Corporations  
Fax Number : (850)205-0383

From:  
Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850)222-1173  
Fax Number : (850)224-1640

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DIVISION OF CORPORATION

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**FOREIGN PROFIT QUALIFICATION**

**ACC CAPITAL HOLDINGS CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	05
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TALLAHASSEE FLORIDA

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**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. ACC Capital Holdings Corporation**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. Delaware**

(State or country under the law of which it is incorporated)

**3. 75-3138151**

(FEI number, if applicable)

**4. November 13, 2003**

(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. 1100 Town & Country Road, Suite 1100, Orange, CA 92668**

(Principal office address)

1100 Town & Country Road, Suite 1100, Orange, CA 92668

(Current mailing address)

**8. Financial Consulting and Investments**

(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: NRAI Services, Inc.

Office Address: 528 E. Park Avenue

Tallahassee

(City)

, Florida 32301

(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.

NRAI Services, Inc.

By: Paul J. Hagan

(Registered agent's signature)

Paul J. Hagan, 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:

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**A. DIRECTORS**Chairman: see attached list

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

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

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

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

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

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

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

**B. OFFICERS**President: see attached list

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 Director or Officer listed in number 12 of the application)

14. Diane E. Tiberand, Assistant Secretary

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

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**ACC CAPITAL HOLDINGS CORPORATION  
OFFICERS AND BOARD OF DIRECTORS LIST****OFFICERS LIST**

<b>Name</b>	<b>Title</b>	<b>Address</b>
Wayne Lee	Chief Executive Officer/ President	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Greg Hanson	Chief Financial Officer	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Thomas J Noto	Executive Vice President - Legal	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
John P. Grazer	Executive Vice President/ Secretary	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Curt Christensen	Assistant Secretary	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Diane E. Tiberend	Assistant Secretary	1100 Town & Country Rd, Suite 1100 Orange, CA 92868

**BOARD OF DIRECTORS LIST**

<b>Name</b>	<b>Address</b>
Roland E. Arnall	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Dawn Arnall	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Norman Creighton	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Robert Barnum	1100 Town & Country Rd, Suite 1100 Orange, CA 92868
Deval Patrick	1100 Town & Country Rd, Suite 1100 Orange, CA 92868

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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 "ACC CAPITAL HOLDINGS CORPORATION" 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 THIRD DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ACC CAPITAL HOLDINGS CORPORATION" WAS INCORPORATED ON THE THIRTEENTH DAY OF NOVEMBER, A.D. 2003.

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

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



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3519723

DATE: 12-03-04

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