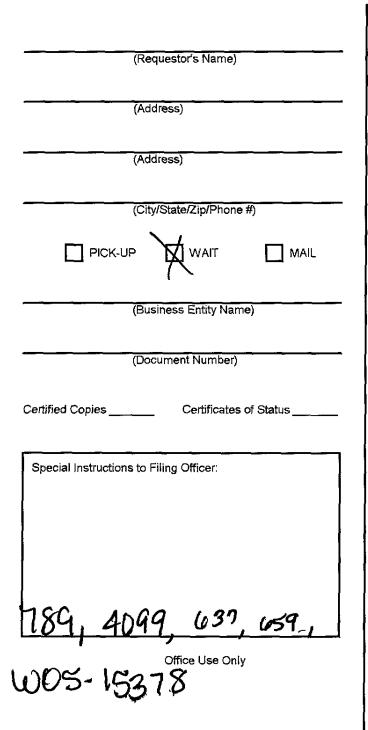
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03/25/05--01012--019 **78.75

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Co Off



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 25, 2005

JOHN W. BYARS 2814 SPRING RD STE 122 ATLANTA, GA 30339

SUBJECT: ASSOCIATION BENEFITS GROUP, INC.

Ref. Number: W05000015378

We have received your document for ASSOCIATION BENEFITS GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company, "Corporation," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

A brief description of the entity's nature of business must be included in the odcument.

Please return your document, along with a copy of this letter, within 60 day's or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas Document Specialist

Letter Number: 905A00020614

TRANSMITTAL LETTER

	tration Section on of Corpora							
SUBJECT:	-		, Inc.					
SCHULCI.				ation - mu	st include suffix))		
Dear Sir or Ma	adam:							
	Existence," a				rization to Transa the above refere			
Please return a	ill correspond	ence concerni	ng this ma	tter to the	following:			
John W. Byars	<u> </u>	<u> </u>	· · · · · · · · · · · · · · · · · · ·			<u> </u>		
			(Name	of Perso	n)			
C/o NHCMG				· · · · · · · · · · · · · · · · · · ·				
			(Firm/	Company)			
2814 Spring F	ld. Suite 122			-				
			(A	ddress)			- '1'	
Atlanta, GA 30)339							25
			(City/Sta	ite and Zi	code)		1 1	7
For further inf	ormation con	cerning this m	atter, pleas	se call:			ASSEE	05 HKR 25 PH
John Byars	- CD		at (770		05-8661 EXT: 101		EFLOR	<u>-</u> 5
(Nam	e of Person)		(AI	ea Code a	t Daytime Telepl	ione Number)	:	C)
Regist Divisi 409 E	CET ADDREST tration Section on of Corpora Gaines St. lassee, FL 32	n ations			MAILING A Registration S Division of C P.O. Box 632 Tallahassee,	Section Corporations 27		
Enclosed is a	check for the	following amo	unt:					
□ \$70.00 Fili	ng Fee 💆	\$78.75 Filing Certificate o			75 Filing Fee & ified Copy	S87.50 F Certifica Certifie	ate of Sta	

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.	Association Benefit Group. Inc.	
	Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Corp," "Inc.," "Co," or "Corp.")	
	NATIONAU ASSOCIATION BENEFIT GROUP INC If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)	
	If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)	
2.	GEORGIA 3. 37-1507037 State or country under the law of which it is incorporated) (FEI number, if applicable)	
	State or country under the law of which it is incorporated) (FEI number, if applicable)	
4.	March 24 2005 5. PERPETUAL	
	(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")	
6.		
	(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)	
7.	10 REBEL TRAIL - SMYANA, 6A. 30080 (Principal office address)	
	(Principal office address)	
	2814 SPRING RD. SUITE 122 - ATLANTA GA 303 (Current mailing address)	39
•	(Current mailing address)	
8.	MANAGEMENT OF ASSOCIATION PRODUCTS Y SERVICES &	
	(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)	TTO TALLEY
9.	Name and street address of Florida registered agent: (P.O. Box NOT acceptable)	STATES STATES
	Name: Fred A. Martin	77
Of	Name: Fred A. Martin ice Address: 1330Thomasville Rd. Tallahassee Florida 32303	Ĵ
	Tallahassee , Florida 32303	
	(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. DIK	ECTORS ,	
Chairman	ı:	
Address:		
		·
Vice Cha	irman:	
Address:		
Director:	John Byars	
Address:	2814 Spring Rd Suite 122	
	Atlanta, GA 30339	
Director:	Ron Fennel	
Address:	10 Rebel Trail	
	Smyrna, GA 30080	
B. OFF	ICERS	To:
President	Ron Fennel	05
Address:	10 Rebel Trail	HA R TI
	Smyma GA 30080	SSE
Vice Pres	ident:	
		Sei 🔛
Secretary	John Byars	
Address:	2814 Spring Rd. Suite 122 Atlanta, GA 30339	
Treasurer	•	
Address:		
	\wedge \wedge	
NOTE:	If necessary, you may attach an addendum to the application listing additional officers a	nd/or directors.
13.	(Signature of Director or Officer listed in number 12 of the application)	
1.4	(Signarate of Director of Officer fisted in number 12 of the application)	
14	(Typed or printed name and capacity of person signing application)	·

Secretary of State

.. Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : 050830897
CONTROL NUMBER : 0519458

DATE INC/AUTH/FILED: 03/24/2005
JURISDICTION : GEORGIA
PRINT DATE : 03/24/2005

FORM NUMBER : 211

RONALD D. FENNEL 10 REBEL TRAIL SMYRNA, GA 30080

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ASSOCIATION BENEFITS GROUP, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the abovenamed entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox Secretary of State