

F05000007580

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

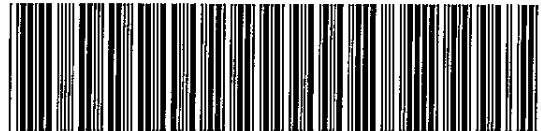
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2005 DEC 30 PM 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

05 DEC 30 AM 11:04

CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 785036 7338344

AUTHORIZATION :

COST LIMIT : \$ 70.00

2005 DEC 30 PM 3:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 29, 2005

ORDER TIME : 9:39 AM

ORDER NO. : 785036-005

CUSTOMER NO: 7338344

FOREIGN FILINGS

NAME: AGFS GROUP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

FILED
2005 DEC 30 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. AGFS Group, Inc.

(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. 20-3958868

(FEI number, if applicable)

4. December 16, 2005

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. N/A

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 601 N.W. Second Street; Evansville, IN 47708

(Principal office address)

601 N.W. Second Street; Evansville, IN 47708

(Current mailing address)

8. Transaction of all lawful business

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company

By: Margaret A. Pilo, Asst. Secretary

(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 attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

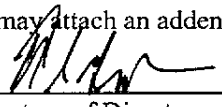
Secretary: _____

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. Thomas D. Graber, Vice President and Secretary _____
(Typed or printed name and capacity of person signing application)

Directors / Officers Report

As of 12/22/2005

AGFS Group, Inc.

Directors

Donald R. Breivogel Jr.

Director

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Thomas D. Graber

Director

Primary Address: American General Finance, Inc.
601 N.W. Second Street
Evansville, Indiana 47708 (United States)

George D. Roach

Director

Primary Address: 601 N.W. Second Street
Evansville, Indiana 47708 (United States)

Officers

George D. Roach

President

Primary Address: 601 N.W. Second Street
Evansville, Indiana 47708 (United States)

Donald R. Breivogel Jr.

Chief Financial Officer

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Donald R. Breivogel Jr.

Senior Vice President

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Bryan A. Binyon

Vice President

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Thomas D. Graber

Vice President

Primary Address: American General Finance, Inc.
601 N.W. Second Street
Evansville, Indiana 47708 (United States)

George W. Schmidt

Vice President

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Directors / Officers Report

As of 12/22/2005

AGFS Group, Inc.

Thomas D. Graber

General Counsel

Primary Address: American General Finance, Inc.
601 N.W. Second Street
Evansville, Indiana 47708 (United States)

Thomas D. Graber

Secretary

Primary Address: American General Finance, Inc.
601 N.W. Second Street
Evansville, Indiana 47708 (United States)

Karen K. Barton

Assistant Secretary

Primary Address: 601 N.W. Second Street
Evansville, Indiana 47708 (United States)

Jack R. Erkill

Assistant Secretary

Primary Address: American General Finance, Inc.
601 N.W. Second Street
Evansville, Indiana 47708 (United States)

Brett L. Foster

Assistant Secretary

Primary Address:

Linda C. Meredith

Assistant Secretary

Primary Address: American General Finance, Inc.
601 N.W. Second Street
Evansville, Indiana 47708 (United States)

George W. Schmidt

Assistant Secretary

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Leonard J. Winiger

Assistant Secretary

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Bryan A. Binyon

Treasurer

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

David M. McManigal

Assistant Treasurer

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Directors / Officers Report

As of 12/22/2005

AGFS Group, Inc.

George W. Schmidt

Controller

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Leonard J. Winiger

Assistant Controller

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Timothy W. Blythe

Associate Tax Officer

Primary Address: American General Finance, Inc.
601 Northwest Second Street
Evansville, Indiana 47708 (United States)

Delaware

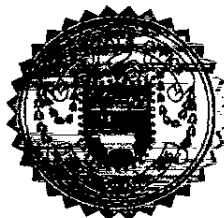
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AGFS GROUP, 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 TWENTY-NINTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AGFS GROUP, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4412752

DATE: 12-29-05

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