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(Requestor's Name)

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(Business Entity Name)

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10/11/05--01039--002 **78.75

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 JUN -7 PM 12:24

06/06/06--01003--030 **950.00

KB/aut

Penalty

FFS/AR.S - \$950

FF - \$70

U.S. - 8.75

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Superior Performers, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kim Bailey
(Name of Person)
Superior Performers, Inc.
(Firm/Company)
3696 U.S. Hwy 29, Suite B
(Address)
Danville, VA 24540
(City/State and Zip code)

For further information concerning this matter, please call:

Donella Gill at (434) 836-0431
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 12, 2005

KIM BAILEY
SUPERIOR PERFORMERS, INC.
3696 U.S. HWY 29, SUITE B
DANVILLE, VA 24540

SUBJECT: SUPERIOR PERFORMERS, INC.
Ref. Number: W05000046965

We have received your document for SUPERIOR PERFORMERS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3,450.00.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 205A00062272

National Agents Alliance

3696 U.S. Hwy. 29, Suite B
Danville, VA 24540
(434) 836-0431

November 14, 2005

***Florida Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301***

Ms. Cushing,

Superior Performers Inc. recently received a notice from your office stating that civil penalties were owed due to our organization conducting affairs in Florida prior to its qualification for a corporate license. Letter number 205A00062272 was issued to Superior Performers concerning this matter.

However, we received an email dated 10/22/05 from Wanda G. Crawford with the Florida Department of Financial Services stating that the state of Florida only licensed natural persons and the state of Florida did not issue insurance license for corporations.

Upon reviewing the 2005 Legislative Changes issued by Tom Gallagher, Chief Financial Officer for the Florida Department of Financial Services, it indicates that the uniform application for the nonresident agency licensure will begin October 1, 2005. This statement is found in section VI. s.626.172 under 2(h) on page 13.

In addition, section V. s.626.112 under 7(a) on page 6, this same document listed in the preceding document states that the required appointment is not mandatory until October 1, 2006.

Based on these three documents, we do not believe that NAA owes penalties of \$3,450 to cover both annual report/uniform business reports for the period prior to corporate licensure in which business was conducted.

Documentation supporting this conclusion is attached to this letter.

If you have any questions, feel free to call me at (888) 617-7906. Thank you so much for your assistance in handling this matter.

Sincerely,

***Donella Guill
Office Manager
National Agents Alliance***

Kim Bailey

From: "Wanda Crawford" <CrawfordW@dfs.state.fl.us>
To: <kimnaa@adelphia.net>
Sent: Wednesday, October 22, 2003 1:04 PM
Subject: Corporate Licensing-FL

Ms. Bailey, this in reference to your email of October 13, 2003 at 4:49 pm. We do not license corporations for insurance license in Florida. We only license natural person. Therefore, we are unable to send a Certificate of Authority form to the Secretary of State. If you need any additional information, please do not hesitate to email or call at the number listed below.

*Wanda G. Crawford
Administrator
Department of Financial Services
Bureau of Agent & Agency Licensing
Phone Inquiry Section
(850) 413-3137 extension 5478*

10/22/2003

- c. (2)(g) However, the department may not require that credit or character reports be submitted for persons required to be listed on the application.
- d. (2)(h) Beginning October 1, 2005, the department shall accept the uniform application for nonresident agency licensure. The department may adopt by rule revised versions of the uniform application.
- e. (3) The department shall issue a registration as an insurance agency to any agency that files a written application with the department and qualifies for registration. The application for registration shall require the agency to provide the same information required for an agency licensed under subsection (2), the agent identification number for each owner who is a licensed agent, proof that the agency qualifies for registration as provided in s.626.112(7) and any other additional information that the department determines is necessary in order to demonstrate that the agency qualifies for registration. The application must be signed by the owner or owners of the agency. If the agency is incorporated, the application must be signed by the president and the secretary of the corporation. An agent who owns the agency need not file fingerprints with the department if the agent obtained a license under this chapter, and the license is currently valid.
- f. (3)(a) If an application for registration is denied, the agency must file an application for licensure no later than 30 days after the denial of registration.
- g. (3)(b) A registered insurance agency must file an application for licensure no later than 30 days after the date that any person who is not a licensed and appointed agent in this state acquires any ownership interest in the agency. If an agency fails to file an application for licensure in compliance with this paragraph, the department shall impose an administrative penalty in an amount of up to \$5,000 on the agency.
- h. (3)(c) Sections 626.6115 and 626.6215 do not apply to agencies registered under this subsection.
- i. (4) The department shall issue a license or registration to each agency upon approval of the application and each agency shall display the license or registration prominently in a manner that makes it clearly visible to any customer or potential customer who enters the agency.

V. s. 626.112

License and appointment required

Change:

- a. (7)(a) ~~Effective October 1, 2006,~~ no individual, firm, partnership, corporation, association, or any other entity shall act in its own name or under a trade name, directly or indirectly, as an insurance agency, unless it complies with s.626.172 with respect to possessing an insurance agency license for each place of business at which it engages in any activity which may be performed only by a licensed insurance agent. ...Each agency engaged in business in this state before January 1, 2003, which is wholly owned by insurance agents currently licensed and appointed under this chapter, each incorporated agency whose voting shares are traded on a securities exchange, and each agency whose primary function is offering insurance as a service or member benefit to members of a nonprofit corporation may file an application for registration in lieu of licensure in accordance with s. 626.172(3). Each agency engaged in business before October 1, 2006, shall file an application for licensure or registration on or before October 1, 2006.
- b. (7)(a)1. – If an agency is required to be licensed but fails to file an application for licensure in accordance with this section, the department shall impose on the agency an administrative penalty in an amount of up to \$10,000.
- c. (7)(a)2. – If an agency is eligible for registration but fails to file an application for registration or an application for licensure in accordance with this section, the department shall impose on the agency an administrative penalty in an amount of up to \$5,000.
- d. (7)(a)2(b). – A registered insurance agency shall, as a condition precedent to continuing business, obtain an insurance agency license if the department finds that, with respect to any majority owner, partner, manager, director, officer, or other person who manages or controls the agency, any person has violated the ethical provisions as set forth in s. 626.112(7)(b).



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 12, 2006

DONELLA GUILL, OFFICE MANAGER
NATIONAL AGENTS ALLIANCE
3696 U.S. HWY 29, SUITE B
DANVILLE, VA 24540

SUBJECT: SUPERIOR PERFORMERS, INC.
Ref. Number: W05000046965

We have received your document for SUPERIOR PERFORMERS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$950.00.

The total amount due is \$1028.75.

There is a balance due of \$950.00.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 506A00002491

**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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 JUN -7 PM 12:24

1. Superior Performers, 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. Virginia 3. 02-0633584
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7-16-2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 07-16-2002
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3696 U.S. Hwy 29, Suite B, Danville, VA 24540
(Principal office address)

3696 U.S. Hwy 29, Suite B, Danville, VA 24540
(Current mailing address)

8. Insurance
(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: Mark Womack

Office Address: 9432 Baymeadows Rd, Suite 240
Jacksonville, Florida 32256
(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.

* Mark Womack 10-2-05
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Philip B. Hedgins

Address: 993 Afton Rd.

Doaville, VA 24540

Vice President: _____

Address: _____

Secretary: Andy S. Albright

Address: 215-C Altamaha Union Ridge Rd., Burlington, NC 27217

Treasurer: _____

Address: _____

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

13. Philip B. Hedgins
(Signature of Director or Officer listed in number 12 of the application)

14. Philip B. Hedgins
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

SUPERIOR PERFORMERS, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is July 16, 2002.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
August 2, 2005*

Joel H. Peck

Joel H. Peck, Clerk of the Commission