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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
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Heather x2908

FOREIGN PROFIT/NONPROFIT CORPORATION

CAPITAL ONE AGENCY CORPORATION

Certificate of Status	0
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Page Count	05
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight APR 15 2008

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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. Capital One Agency 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. New York

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

3. 11-2689005

(FEI number, if applicable)

4. 10/31/1983

(Date of incorporation)

5. perpetual

(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. 265 Broadhollow Road, Melville, NY 11747

(Principal office address)

(Current mailing address)

8. Insurance and annuity products

(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: Heather Chapman
(Registered agent's signature)

Heather Chapman
as its agent

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: * Please See Attached *

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: * Please See Attached *

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. Amy Cook, Assistant Secretary _____
(Typed or printed name and capacity of person signing application)

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Officers and Directors for Capital One Agency Corporation

Name of Officers	Business Address
Matthew J. Murphy / President	265 Broadhollow Road, Melville, NY 11747
Timothy Treble / Chief Operating Officer	265 Broadhollow Road, Melville, NY 11747
Jean K. Traub / Secretary	1680 Capital One Drive, McLean, VA 22102
Amy Cook / Assistant Secretary	1680 Capital One Drive, McLean, VA 22102

Name of Directors	Business Address
Matthew J. Murphy	265 Broadhollow Road, Melville, NY 11747
Timothy Treble	265 Broadhollow Road, Melville, NY 11747

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TALLAHASSEE, FLORIDA

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of CAPITAL ONE AGENCY CORPORATION was filed on 10/31/1983, under the name of FIRST SETTLER CORPORATION, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment FIRST SETTLER CORPORATION, changing its name to NFB AGENCY CORPORATION, was filed 08/13/2001.

A Certificate of Amendment NFB AGENCY CORPORATION, changing its name to CAPITAL ONE AGENCY CORPORATION, was filed 03/06/2008.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 11th day of April
two thousand and eight.*

Daniel Shapiro
Special Deputy Secretary of State

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TALLAHASSEE, FLORIDA

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