

FD8000005008

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



PICK-UP



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(Business Entity Name)

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Special Instructions to Filing Officer:

Please call  
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425-6654

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08 NOV 20 AM 10:37

FLORIDA  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

08 NOV 24 AM 11:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W08-52741

B. McKnight NOV 24 2008

**RADEY ■ THOMAS ■ YON ■ CLARK**

Attorneys & Counselors at Law

Post Office Box 10967 (32302)  
301 South Bronough Street, Suite 200  
Tallahassee, Florida 32301  
www.radeylaw.com

850-425-6654 phone  
850-425-6694 fax

November 20, 2008

**VIA HAND DELIVERY**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Sir or Madam:

Enclosed is an application and related document to qualify Ameri-First Enterprises Corporation as a foreign corporation. Please call me at 425-6654 as soon as the certified documents are available, and I will send someone to pick them up in your office. Thank you for your prompt attention to this matter.

Sincerely,



Bert L. Combs

BLC:kde  
Enc.

KAREN ASHER-COHEN ■ DONNA E. BLANTON ■ SUSAN F. CLARK ■ BERT L. COMBS ■ THOMAS A. CRABB ■ TONI A. EGAN

JEFFREY L. FREHN ■ CHRISTOPHER B. LUNNY ■ ELIZABETH McARTHUR ■ TRAVIS L. MILLER

JOHN RADEY ■ LISA C. SCOLES ■ HARRY O. THOMAS ■ DAVID A. YON ■ TERRY DEASON\*

\* non lawyer  
special consultant

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November 24, 2008

**VIA HAND DELIVERY**

Becky McKnight  
Division of Corporations  
Florida Department of State  
2661 Executive Center Circle  
Clifton Building  
Tallahassee, FL 32301

RE: Ameri-First Enterprises Corporation  
Reference Number: W08000052741

Dear Becky:

In response to your letter of November 21, 2008, enclosed is an original Certificate of Good Standing from Ameri-First Enterprises Corporation's state of domicile. I have also enclosed a copy of this certificate and a copy of your November 21<sup>st</sup> letter as requested.

Thank you for your assistance. Please call me at 425-6654 once the documents are ready, and I will send someone to pick them up.

Sincerely,



Bert L. Combs

BLC:kde  
Enc.

KAREN ASHER-COHEN ■ DONNA E. BLANTON ■ SUSAN F. CLARK ■ BERT L. COMBS ■ THOMAS A. CRABB ■ TONI A. EGAN

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\* non lawyer  
special consultant



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 21, 2008

BERT L COMBS  
RADEY THOMAS YON CLARK

SUBJECT: AMERI-FIRST ENTERPRISES CORPORATION  
Ref. Number: W08000052741

We have received your document for AMERI-FIRST ENTERPRISES CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper, that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Regulatory Specialist II  
New Filing Section

Letter Number: 808A00058055

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** AMERI-FIRST ENTERPRISES CORPORATION

(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:

THEODORE B. LIBAN, ESQ.

(Name of Person)

AMER-FIRST ENTERPRISES CORPORATION

(Firm/Company)

200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE

(Address)

FORT LAUDERDALE, FLORIDA 33301

(City/State and Zip code)

For further information concerning this matter, please call:

THEODORE B. LIBAN

(Name of Person)

at ( 561 ) 400-5374

(Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

New Filing 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

**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. AMERI-FIRST ENTERPRISES 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.

(FEI number, if applicable)

**4. NOVEMBER 13, 2008**

(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. 200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301**

(Principal office address)

**200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301**

(Current mailing address)

**8. ENGAGE IN ANY LAWFUL ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE GENERAL CORPORATION LAW OF DELAWARE**

(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:

**THEODORE B. LIBAN, ESQ.**

Office Address:

**200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE**

**FORT LAUDERDALE**

(City)

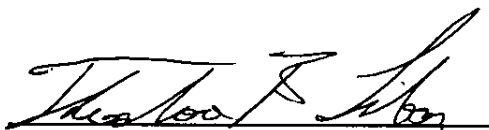
**Florida 33301**

(Zip code)

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08 NOV 24 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. DIRECTORS**

Chairman: JAMES C. WALTON

Address: 200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301

Vice Chairman: N/A

Address: N/A

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

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

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

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

**B. OFFICERS**

President: JAMES C. WALTON

Address: 200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301

Vice President: Theodore B. Liban, EXECUTIVE VICE PRESIDENT & GENERAL COUNSEL

Address: 200 SOUTH ANDREWS AVENUE, 11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

13. Theodore B. Liban

(Signature of Director or Officer listed in number 12 of the application)

14. Theodore B. Liban, EXECUTIVE VICE PRESIDENT & GENERAL COUNSEL

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

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TALLAHASSEE, FLORIDA

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA BY AMERI-FIRST ENTERPRISES  
CORPORATION-ADDITIONAL CORPORATE OFFICERS**

**CHIEF EXECUTIVE OFFICER, JERRY D. CROOK, 200 SOUTH ANDREWS AVENUE,  
11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301**

**CHIEF OPERATING OFFICER, ROBIN L. BECK, 200 SOUTH ANDREWS AVENUE,  
11TH FLOOR PENTHOUSE, FORT LAUDERDALE, FLORIDA 33301**

**FILED**

**09 NOV 24 AM 11:45**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**



# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "AMERI-FIRST ENTERPRISES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

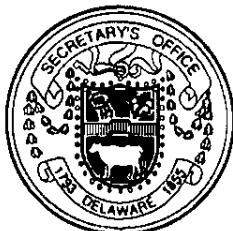
THE FOLLOWING DOCUMENT HAS BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTEENTH DAY OF NOVEMBER, A.D. 2008, AT 9:49 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATE IS THE ONLY PAPER OF RECORD, THE CORPORATION IN QUESTION NOT HAVING FILED AN AMENDMENT NOR HAVING MADE ANY CHANGE WHATEVER IN THE ORIGINAL CERTIFICATE AS FILED.

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

FILED  
08 NOV 24 AM 11:45  
SECRETARY OF STATE  
WILMINGTON, DELAWARE



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6981338

DATE: 11-21-08