

F95000001200

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: American Memories, 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:

Daniel P. McGlinn, Esq.
(Name of Person)
Kreis, Enderle, Callander & Hudgins
(Firm/Company)
One Moorsbridge
(Address)
Kalamazoo, MI 49002
(City, State and Zip Code)

~~10/14 2/17/75~~

Should you need to call someone concerning this matter, please call:

Daniel P. McGlinn at (616) 324- 3000
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SECRET
DIVISION OF CORPORATIONS
95/100 11 20 3149



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 12, 1994

KREIS, ENDERLE, CALLANDER & HUDGINS
% DANIEL P. MCGLINN
ONE MOORSBRIDGE
KALAMAZOO, MI 49002

SUBJECT: AMERICAN MEMORIES, INC.
Ref. Number: W94000026365

We have received your document for AMERICAN MEMORIES, 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 document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return 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 (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 794A00052594

RECEIVED
SECRETARY OF STATE
JAN 10 1995

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. American Memories, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Michigan

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

3. 38-2516501

(FEI number, if applicable)

4. 3/30/83

(Date of incorporation)

5. Perpetual

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

6. 1/1/95

(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 817.165, F.S.)

7. P.O. Box 249

Decatur, MI 49045

(Current mailing address)

8. Any activity within the purposes for which Corporation may be organized under the
(Purposes of corporation authorized in home state or country to be carried out in the state of Florida)
Michigan Business Corporation Act.

9. Name and street address of Florida registered agent:

Name: Ms. Carla Anderson

Office Address: 2577 First Street

Fort Myers

, Florida ,

33901

(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.

Carla Anderson
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Carla D. Anderson

Address: 2577 First Street

Fort Myers, FL 33901

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Carla D. Anderson

Address: 2577 First Street

Fort Myers, FL 33901

Vice President: Cindy J. Stambek

Address: 47410 Evergreen Pl. Dr.

Decatur, MI 48845

Secretary: Carla D. Anderson

Address: 2577 First Street

Fort Myers, FL 33901

Treasurer: Carla D. Anderson

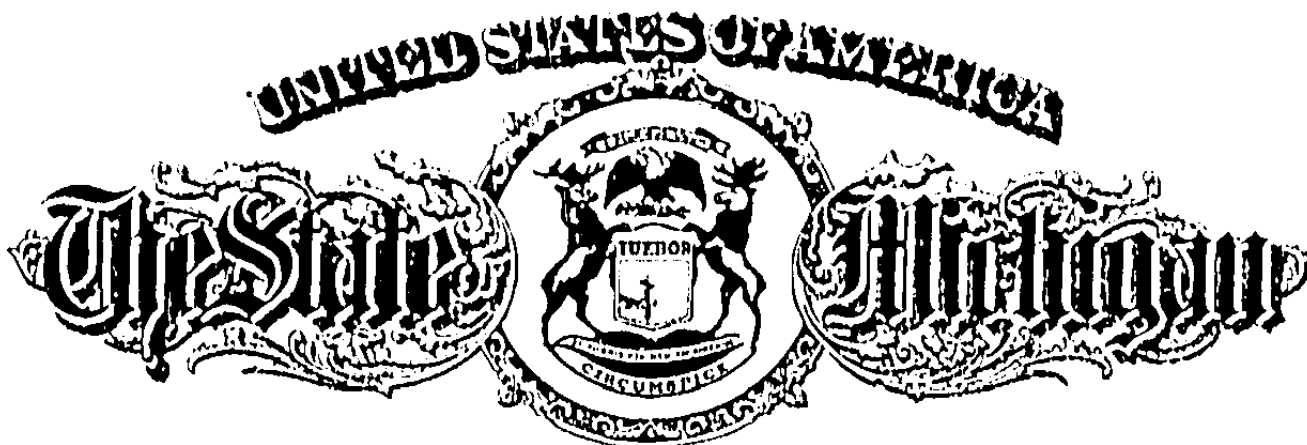
Address: 2577 First Street

Fort Myers, FL 33901

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

13. Carla D. Anderson President Cindy J. Stambek
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Carla D. Anderson / Vice President
(Typed or printed name and capacity of person signing application)



Michigan Department of Commerce

Lansing, Michigan

This is to Certify That

AMERICAN MEMORIES, INC.

was validly incorporated on March 30, 1983, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 15th day of November, 1994.

Carl L. Lysor , Director
Corporation & Securities Bureau