

F95000001937

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

000001460410
-04/19/95--01073--003
*****78.75 *****78.75

SUBJECT: FINANCIAL SERVICES OF AMERICA, 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:

RICHARD DAVID JAMES
(Name of Person)

FINANCIAL SERVICES OF AMERICA, INC
(Firm/Company)

11111 HAL
(Address)

UTICA - MI - 48317
(City, State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 20 PM 2:23
20/4/20

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

Tom Rens at (810) 254-0095
(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

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

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

1. FINANCIAL SERVICES OF AMERICA, 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. 38-2490268
(FEI number, if applicable)
4. 10/13, 1983
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. NOT YET
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 11111 HALL RD
UTICA, MI 48317
(Current mailing address)
8. FINANCIAL & ESTATE PLANNING
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: JOHN G. LABELLE, JR.
Office Address: 1133 FOURTH ST SUITE 200
SARASOTA, Florida, 34236
(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.

X John G. Labelle, Jr.
(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.

95 OCT 20 PM 2:23
F-1-77
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

A. DIRECTORS

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

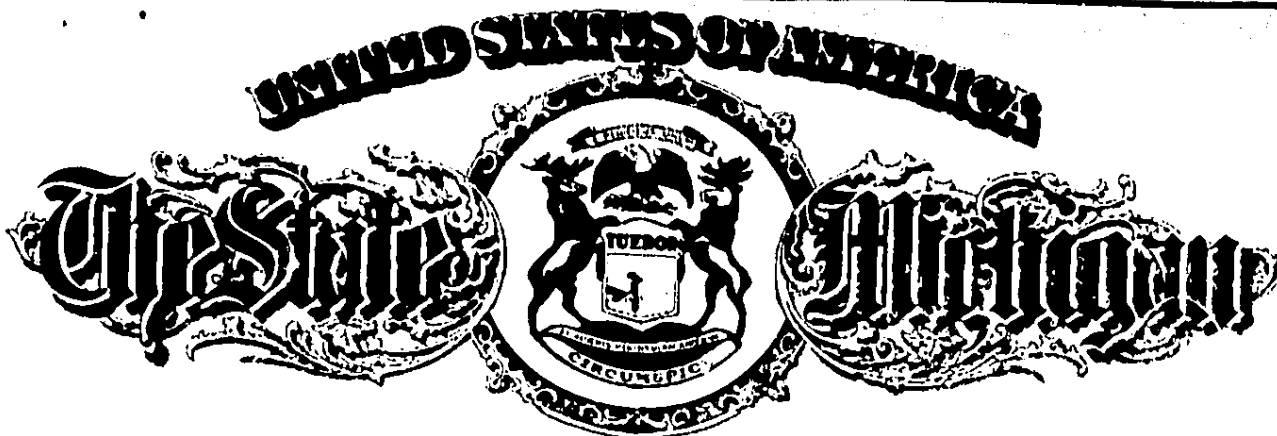
President: RICHARD D. JAMES
Address: 54522 MERKEL
SHELBY TOWNSHIP, MI 48316
Vice President: JONE JAMES
Address: 54522 MERKEL
SHELBY TWP - MI. 48316
Secretary: RICHARD JAMES
Address: _____

Treasurer: RICHARD JAMES
Address: _____

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RICHARD DAVID JAMES - Pres
(Typed or printed name and capacity of person signing application)



Lansing, Michigan

This is to Certify That

FINANCIAL SERVICES OF AMERICA, INC.

was validly incorporated on January 4, 1984, 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 21st day of March, 1995.

Carl L. Lysen, Director
Corporation & Securities Bureau

95 APR 20 PM 2:23
DIVISION OF CORPORATIONS

F 9500001937

1201 H. STREET
TALLAHASSEE, FL 32301
904-222-0211



ACCOUNT NO. : 072100000032
REFERENCE : 905795 10066A
AUTHORIZATION : 500001775365
-04/10/96--01044--036
*****35.00 *****35.00
COST LIMIT : • PREPAID

ORDER DATE : April 3, 1996
ORDER TIME : 10:49 AM
ORDER NO. : 905795
CUSTOMER NO: 10066A

CUSTOMER: Robert George Willman, Esq
Robert George Willman, P.a.
Suite 305
240 North Washington Boulevard
Sarasota, FL 34236

FILED
96 APR -3 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: FINANCIAL SERVICES OF AMERICA, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

FILED
96 APR -3 PM 12:07
DIVISION OF CORPORATION
RECEIVED

Withd
4-3

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

FINANCIAL SERVICES OF AMERICA, INC.
(Name of Corporation)

MICHIGAN

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

11111 HALL RD

(Mailing Address)

UTICA, MI

48084

(City/State/Zip)

FILED
96 APR -3 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

[Signature]
Signature

[Signature]
Title

RICHARD DAVID JAMES
Typed or printed name

3-16-96
Date

AFFIDAVIT


STATE OF MICHIGAN

COUNTY OF MACOMB

BEFORE ME, THE UNDERSIGNED AUTHORITY, APPEARED RICHARD DAVID JAMES,
PRESIDENT OF FINANCIAL SERVICES OF AMERICA, INC., BEING FIRST DULY
SWORN, DEPOSES AND SAYS:

- 1.) HE IS DULY APPOINTED PRESIDENT OF FINANCIAL SERVICES OF AMERICA, INC., A MICHIGAN CORPORATION.
- 2.) THE CORPORATION INTENDS TO REVOKE THE USE OF ITS NAME IN FLORIDA; AND HEREBY WAIVES ITS RIGHT TO REVOCATION OF THE USE, OF THE NAME "FINANCIAL SERVICES OF AMERICA, INC.", IN THE STATE OF FLORIDA AND FURTHER;
- 3.) TRANSFERS ALL RIGHTS TO THE USE OF THE NAME "FINANCIAL SERVICES OF AMERICA, INC.", IN THE STATE OF FLORIDA TO JOHN G. LABELLE, OR HIS ASSIGNS.

FURTHER AFFIANT SAYETH NAUGHT.



FINANCIAL SERVICES OF AMERICA, INC.
RICHARD DAVID JAMES, PRESIDENT

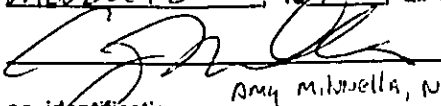
ATTEST: 

SECRETARY



(AFFIX CORPORATE SEAL)

AMY MINNELLA
Notary Public, Macomb County, MI
My Commission Expires June 28, 1998

Subscribed and sworn to before me by, RICHARD D. JAMES, ^{president} and by
RICHARD D. JAMES, ^{secretary} and _____ the witnesses, on
March 18, 1996, all of whom personally appeared before me.
 is personally known to me or has produced
as identification. Amy Minnella, Notary