

F96000003535

Central Licensing Bureau

1100 PROY BUILDING
1001 NORTH UNIVERSITY
LITTLE ROCK, ARKANSAS 72207

(501) 664-6044
FAX (501) 664-6102

President
Vice President

March 25, 1996

Secretary of State's Office
Corporations Division
409 E. Gaines
Tallahassee, Florida 32399

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-03/28/96--01092--0006
*****43.75 *****43.75

W96-7677

Dear Sir/Madam:

Enclosed please find the necessary documents to qualify Stewart
Associates Incorporated to do business in your state.

I trust this letter and the enclosed documents places them in
compliance with your Statutes. However, if any further action is
required, please do not hesitate to contact me.

Please issue a Certificate of Authority. The fee of \$5.75 has been added to the
filing fee.

Sincerely,

Betty Zorn
Initial Licensing Division

BZ/dj

Enclosures

cc: Suzanne Sontoya

19-4

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 12 AM 9:24

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TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: Stewart Associates, Inc.
(Name of corporation)

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:

Betty Zorn

(Name of Person)

Central Licensing Bureau, Inc.

(Firm/Company)

1501 North University - Suite 550

(Address)

Little Rock, AR 72207-5271

(City, State and Zip Code)

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

Betty Zorn

(Name of Person)

at (501) 664 - 8044

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 2, 1996

BETTY ZORN
% CENTRAL LICENSING BUREAU, INC.
1501 NORTH UNIVERSITY - STE 550
LITTLE ROCK, AR 72207-5271

SUBJECT: STEWART ASSOCIATES, INC.
Ref. Number: W96000007077

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DIVISION OF CORPORATIONS
96 JUL 12 AM 9:24

We have received your document for STEWART ASSOCIATES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6097.

Michael Mays
Document Specialist

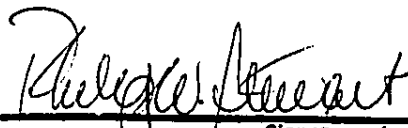
Letter Number: 396A00015013

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Philip Whitley Stewart, do hereby certify
that this Resolution of the Board of Directors of Stewart Associates Incorporated
a corporation duly organized and existing under the laws of the State of Illinois
was duly adopted on June 25, 19 96.

Resolved, that Stewart Associates Incorporated, organized
and existing in the State of Illinois, hereby adopts the
name Stewart Associates Incorporated of Illinois for use in Florida

Dated: June 25, 1996


Philip Whitley Stewart, Director/President

Signature of at least one director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 25 12 AM '96

**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. Stewart Associates, Inc.
(Name of corporation: must include a 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. Illinois
(State or country under the law of which it is incorporated)
3. 36-3068688
(FEI number, if applicable)
4. 7/2/80
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. When qualified
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 747 Davis Road
Elgin, IL 60123
(Current mailing address)
8. Insurance - functioning as a Third Party Administrator
(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: Insurance Commissioner

Office Address: Capitol

Tallahassee

, Florida , 32399-0300

(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.

Insurance Commissioner

(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.

OVER

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

A. DIRECTORS

Chairman: SEE ATTACHED

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

SEE ATTACHED

President:

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 Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Philip W. Stewart, President

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

Stewart Associates Incorporated

OFFICERS/DIRECTORS

Philip Whitley Stewart, President/Director/Shareholder 50%
951 Wedgewood
Crystal Lake, IL 60014

Mark Edward Johnson, CEO/Director/Shareholder 50%
7 Pine Cone Lane
Sleepy Hollow, IL 60018

Lee Kolquist, Vice President
1041 Averill Drive
Batavia, IL 60510

George Brady Retzlaff, Secretary/Treasurer/VP
1325 Dublin Court
Woodstock, IL 60098

FILED
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DIVISION OF CORPORATIONS
96 JUL 12 AM 9:24

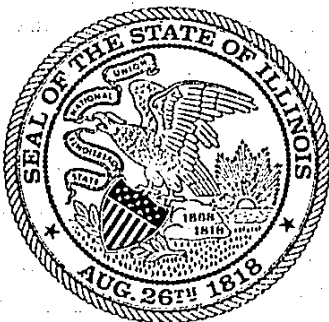
File Number 5209-750-9



To all to whom these Presents Shall Come, Greeting:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 12 AM 9:24

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that STEWART ASSOCIATES INCORPORATED, A DOMESTIC
CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JULY 2,
1980, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE
BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF
ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE,
IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF
ILLINOIS*****



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 15TH
day of MARCH A.D., 19 96

George H. Ryan
SECRETARY OF STATE