

F96000004404

ET CORPORATION MEM

For: [illegible]
Attn: [illegible]
To: [illegible]
Fax: [illegible]

August 23, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: WILLIAM ADAMS & ASSOCIATES, INC.
Order # 603351

700000113.1137
08/23/96 09:00:11 AM
*****80.00 *****70.00

Dear Sir/Madam,

Enclosed for filing are forms to effect the following in your state:

<input type="checkbox"/> INCORPORATION	<input type="checkbox"/> MERGER
<input checked="" type="checkbox"/> QUALIFICATION	<input type="checkbox"/> A. Domestic
<input type="checkbox"/> CHANGE OF AGENT/OFFICE	<input type="checkbox"/> B. Foreign
<input type="checkbox"/> A. Domestic	<input type="checkbox"/> DISSOLUTION
<input type="checkbox"/> B. Foreign	<input type="checkbox"/> A. Statement of Intent
<input type="checkbox"/> AMENDMENT	<input type="checkbox"/> B. Certificate of Dissolution
<input type="checkbox"/> A. Domestic	<input type="checkbox"/> WITHDRAWAL
<input type="checkbox"/> B. Foreign	<input type="checkbox"/> LP REGISTRATION
<input type="checkbox"/> ASSUMED/TRADE NAME	<input type="checkbox"/> NAME REGISTRATION
<input type="checkbox"/> EVIDENCE OF MERGER	
<input type="checkbox"/> NAME RESERVATION	
<input type="checkbox"/> LLC REGISTRATION	
<input type="checkbox"/> OTHER:	

Please file these documents upon receipt, and return evidence to the undersigned via regular mail.

If there are any problems or questions, please call me at 404-888-6488 or 800-241-8922. Thank you for your assistance.

Very truly yours,



Laura Connor
Senior Customer Specialist

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DIVISION OF CORPORATIONS
96 AUG 26 PM 2:18
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. William Adams & Associates, 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. Georgia
(State or country under the law of which it is incorporated)
3. 58-1708694
(FEI number, if applicable)
4. January 12, 1987
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 3720 Longview Drive, Suite 1, Atlanta, Georgia 30341

(Current mailing address)
8. See attached purpose clause
(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: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)
10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

Mary R Adams, Asst Secy

(Type Name and Title of Officer)

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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: William A. Adams

Address: 3720 Longview Drive, Suite 1

Atlanta, Georgia 30341

Director: _____

Address: _____

B. OFFICERS

President: William A. Adams

Address: 3720 Longview Drive, Suite 1

Atlanta, Georgia 30341

Vice President: _____

Address: _____

Secretary: William A. Adams

Address: 3720 Longview Drive, Suite 1

Atlanta, Georgia 30341

Treasurer: William A. Adams

Address: 1720 Longview Drive, Suite 1

Atlanta, Georgia 30341

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

13.

William A. Adams
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William A. Adams, President

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

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
William Adams & Associates, Inc.**

To engage in the business of providing jewelers' block insurance for jewelers, coin, stamp and precious metal dealers and traders; to function as an insurance broker and/or agent for personal and business lines of insurance coverage; to represent providers for all types of casualty, life and property insurance; and to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Georgia Corporation Code.

Secretary of State
Business Information and Services . .

Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 962180491
CONTROL NUMBER : 8705032
DATE INC/AUTH/FILED: 01/12/1987
JURISDICTION : GEORGIA
PRINT DATE : 08/05/1996
FORM NUMBER : 211

C.T. CORPORATION SYSTEM
ATTN: LAURA CONNOR
1201 P'TREE ST. N.E.
ATLANTA GA 30361

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

WILLIAM ADAMS & ASSOCIATES, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



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