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**Great-West**  
LIFE & ANNUITY INSURANCE COMPANY

Michael T. Branstiter  
Legal Assistant II  
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8515 East Orchard Road  
Englewood, CO 80111 Tel. (303) 689-3000  
Address mail to: P.O. Box 1700, Denver, CO 80201

October 24, 1996

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-10/29/96--01119--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Application for Foreign Corporation

Dear Sir or Madam:

Please find enclosed an application for a foreign corporation to transact business in your state for the following Colorado corporation:

**One Orchard Equities, Inc.**

Also find enclosed all supporting documents and filing fee requested in your application materials.

Please review the enclosed and issue a Certificate of Authority for the above mentioned corporation. Please forward such Certificate or other confirmation materials to me at the following address:

Michael T. Branstiter  
One Orchard Equities, Inc.  
8515 East Orchard Road, 6T2  
Englewood, Colorado 80111

of 10/30

I thank you in advance for your prompt attention to this matter. If you have any questions or should you require further information, please do not hesitate to contact me.

Sincerely,

*Michael T. Branstiter*

Michael T. Branstiter  
Legal Assistant II

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96 OCT 29 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: ONE ORCHARD EQUITIES, 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:

Michael T. Branstiter  
(Name of Person)

One Orchard Equities, Inc.  
(Firm/Company)

8515 East Orchard Road, 6T2  
(Address)

Englewood, Colorado 80111  
(City/State/Zip)

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

Michael T. Branstiter  
(Name of Person)

at ( 303 ) 689-3822  
(Area Code & Daytime Telephone Number)

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### COURIER ADDRESS:

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

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314


**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. One Orchard Equities, 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. Colorado  
(State or country under the law of which it is incorporated)
3. 84-1353477  
(FEI number, if applicable)
4. July 10, 1996  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 8515 East Orchard Road  
Englewood, Colorado 80111  
(Current mailing address)
8. To operate as a broker/dealer of securities and to engage in any other lawful purpose and business.  
(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: (P.O. Box or Mail Drop NOT acceptable)**  
Name: CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(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.*

  
(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.

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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: Please see attached list

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: Please see attached list

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

14. Beverly A. Byrne, Secretary  
(Typed or printed name and capacity of person signing application)

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**ONE ORCHARD EQUITIES, INC****Directors**

<b>Name/Title</b>	<b>Business/Home Address</b>	<b>SSN</b>
Alan D. Mac Lennan Director	8505 East Orchard Road, Englewood, CO 80111 6086 South Alton Way, Englewood, CO 80111	522-33-2825
Robert E. Kavanagh Director	8505 East Orchard Road, Englewood, CO 80111 15895 West Bayaud Avenue, Golden, CO 80401	371-36-5544
Stan Kenyon Director	1000 Abernathy Road, Building 400, Suite 1200 Atlanta, GA 30328 220 North Smead Court, Roswell, GA 30076	553-76-7223

**Officers**

<b>Name/Title</b>	<b>Business/Home Address</b>	<b>SSN</b>
Robert E. Kavanagh President	8505 East Orchard Road, Englewood, CO 80111 15895 West Bayaud Avenue, Golden, CO 80401	371-36-5544
Beverly A. Byrne Secretary, Compliance Officer	8515 East Orchard Road, Englewood, CO 80111 3173 Soaring Eagle Lane, Castle Rock, CO 80104	513-62-6836
Glen R. Derback Treasurer	8515 East Orchard Road, Englewood, CO 80111 7340 Brixham Circle, Castle Rock, CO 80104	522-41-8866

**Date of Incorporation:** 10-Jul-96  
**State of Incorporation:** Colorado  
**Stock:** 1,000 shares authorized (Common)  
**Purpose:** To serve as a broker/dealer of securities

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TALLAHASSEE, FLORIDA



# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

ONE ORCHARD EQUITIES, INC.  
(COLORADO CORPORATION)

file # 961091411 was filed in this office on JULY 10, 1996, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: SEPTEMBER 25, 1996

*Victoria Buckley*

SECRETARY OF STATE

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96 OCT 29 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA