

F970000006489

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Financial Depot 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:

Joseph Hughis

(Name of Person)

Financial Depot Inc.

(Firm/Company)

3011 Exchange Court #101

(Address)

West Palm Beach, FL 33409

(City/State/Zip)

000002244250--3

-07/22/97--01112--022

*****78.75 *****78.75

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

Joseph Hughis

(Name of Person)

at (561) 686-4494

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

(397A-37241) 35-65-00

0734
0769
01310
524-(Pg. 2) missing

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 2:53
mtu
12/9

To add Inc. to
the end of of
Name on Resolut.
per Mr. Hughis.
mtu



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

November 13, 1997

JOSEPH HUGHIS
FINANCIAL DEPOT INC.
3011 EXCHANGE COURT #101
WEST PALM BEACH, FL 33409

SUBJECT: FINANCIAL DEPOT INC.
Ref. Number: W97000016923

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for FINANCIAL DEPOT INC..

The referenced application states that the corporation has transacted business in the State of Florida since February 20, 1994. You were notified by letter dated June 23, 1997, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3565.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Freta Lott
Corporate Specialist Supervisor Letter No. 497A00054642

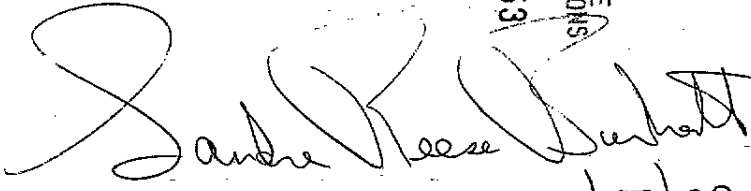
Enclosure

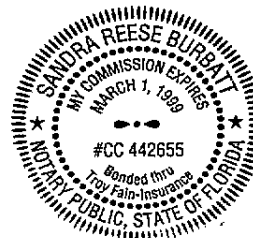
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 2:53

**Financial Depot Inc.
Minutes of Board Meeting
July 15, 1997**

I, Joseph Hughis, President and Director of Financial Depot Inc., originally incorporated as Global Equities, Ltd on 6/11/93, with a Certificate of Amendment changing name to Financial Depot Inc. on 11/8/93, in the City of New York, hereby certify that at a meeting of the Board held July 15, 1997, it was unanimously decided to adopted the name "Financial Depot of West Palm Beach" for purposes of registering with the State of Florida to transact business.


Joseph Hughis
President & Director


12/5/97



Financial Depot, Inc.

3011 Exchange Court Suite 101 W.P.B. FL 33409

37 King Street Chappaqua NY 10514

Tel. 1-800-566-5533

Fax 1-800-404-8686

FINANCIAL DEPOT, INC.

December 5, 1997

**Florida Dept. of State
Qualification/Tax Lien Section
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32399**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 2:53

Dear, Mr. Mays

As per our conversation, Financial Depot, Inc. should be exempt from the Florida statutes under section 607.1501 subsection (F). I am attaching a letter that was sent on July 21, 1997 to show how we conduct business.

Thanking you in Advance

**Joseph Hughis, President
Financial Depot, Inc.**

Sandra Reese Burdett
12/5/97





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 23, 1997

JOSEPH HUGHIS
3011 EXCHANGE COURT STE 101
WEST PALM BEACH, FL 33409

SUBJECT: FINANCIAL DEPOT INC.
Ref. Number: W97000016923

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 2:53

We have received your document for FINANCIAL DEPOT INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3,565.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

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.

PAGE TWO OF YOUR AUTHORIZATION APPLICATION IS MISSING. I HAVE ENCLOSED IT FOR YOUR CONVENIENCE. PLEASE FILL OUT AND RETURN

FOR FILING.

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 (850) 487-6094.

Terri Buckley
Corporate Specialist

Letter Number: 397A00037241

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 2:53

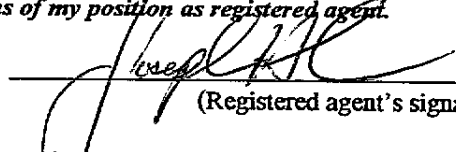
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Financial Depot 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. New York 3. 65-0459641
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6/11/93 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 2/20/94
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3011 Exchange Court #101
West Palm Beach, FL 33409
(Current mailing address)
8. Mortgage Brokers
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Joseph Hughis
Office Address: 3011 Exchange Court #101
West Palm Beach, Florida, 33409
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -9 PM 2:53

**State of New York
Department of State**

ss:

I hereby certify, that the certificate of incorporation of FINANCIAL DEPOT INC. was filed on 06/11/1993, under the name of GLOBAL EQUITIES, LTD., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Certificate of Amendment GLOBAL EQUITIES, LTD., changing name to FINANCIAL DEPOT INC., was filed 11/08/1993.

A Biennial Statement was filed 01/08/1996.

I further certify, that no other certificates have been filed by such corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 23rd day of April
one thousand nine hundred and
ninety-seven.

97 DEC -9 PM 2:53

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Special Deputy Secretary of State