

# F 98000000393

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: WestAmerica Investment Company, dba WestAmerica Investment Group  
(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:

Mark Roth, Secretary

(Name of Person)

WestAmerica Investment Group, Inc.

(Firm/Company)

4141 N. Scottsdale Road No. 100

(Address)

Scottsdale, Arizona 85251

(City/State/Zip)

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

W97-26263

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

Paula La Fon

(Name of Person)

at ( 602 ) 949-1359

(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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 23 AM 8:52

Filed per Hart



VIA FEDERAL EXPRESS COURIER

November 19, 1997

Division of Corporation  
Qualification/Tax Lien  
409 E. Gaines Street  
Tallahassee, Florida 32399

4141 N. Scottsdale Rd., #100

Scottsdale, Arizona 85251

Phone: (602) 949-1369

Fax: (602) 994-3746

Re: WestAmerica Investment Group  
Application by Foreign Corporation for  
Authorization to Transact Business in Florida

Dear Sir/Madam:

Enclosed please find completed Application by Foreign Corporation for Authorization to Transact Business in Florida. Also enclosed is WestAmerica Investment Company's check number 08389 in the sum of \$70.00, payable to Florida Department of State, to cover the appropriate fees.

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

MARK ROTH, Secretary

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Encl.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 20, 1997

MARK ROTH, SECRETARY  
WESTAMERICA INVESTMENT COMPANY  
4141 N. SCOTTSDALE ROAD NO. 100  
SCOTTSDALE, AZ 85251

SUBJECT: WESTAMERICA INVESTMENT COMPANY  
Ref. Number: W97000026263

We have received your document for WESTAMERICA INVESTMENT COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

If you wish to transact business in Florida under a name other than the corporate name, you must file a Fictitious Name application. One will be mailed to your attention under separate cover.

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) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 097A00055721

# APPLICATION BY FOREIGN CORPORATION FOR AUTORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

WestAmerica Investment Company

(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.)

California

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

June 1984

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

Expected December 1997

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

4141 N. Scottsdale Road No. 100

Scottsdale, Arizona 85251

(Current mailing address)

Securities broker/dealer

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: William Northman

Office Address: 6700 N. Andrews Ave. Suite 500

Fort Lauderdale

Florida, 33309

(Zip code)

## 0. 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.

William Northman

(Registered agent's signature)

1. 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.

98 JAN 23 AM 8:52

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

11-18-1997 12:43PM

FROM MARK ROTH

206 343 6129

P. 5

NOV-13-1997 14:23

COBB COLE & BELL

524 681 6455 P. 85/25

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

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

Chairman: Steven A. Rothstein

Address: 875 N. Michigan Avenue, #1560, Chicago, Illinois 60611

Vice Chairman:

Address:

Director: Robert H. Daskal

Address: 875 N. Michigan Avenue, #1560, Chicago, Illinois 60611

Director: William F. Groszkruger

Address: 4141 N. Scottsdale Road, No. 100, Scottsdale, Arizona 85251

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

President: John Gersten

Address: 4141 N. Scottsdale Road, No. 100, Scottsdale, Arizona 85251

Vice President: None

Address:


Secretary: Mark Roth

Address: 1001 Fourth Avenue, #2200, Seattle, Washington 98154

Treasurer: Paula Le Fon

Address: 4141 N. Scottsdale Road, No. 100, Scottsdale, Arizona 85251

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. John Gersten, President  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JAN 23 AM 8:52

TOTAL P. 85

# State of California

## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 8th day of June, 19 84,

WESTAMERICA INVESTMENT COMPANY

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

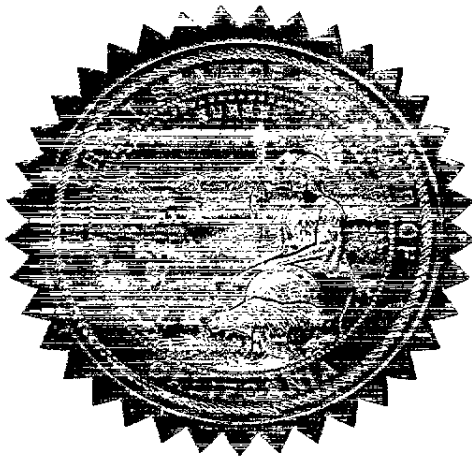
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

August 28, 1997



*Bill Jones*

Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 23 AM 8:52