

F 98000001010

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HARRIS FINANCIAL GROUP 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:

William J. HARRIS
(Name of Person)

HARRIS FINANCIAL GROUP INC.
(Firm/Company)

325 BLUEBIRD AVE
(Address)

LAKELAND FL 33809
(City/State/Zip)

p. 529

WJ97-20247

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-09/02/97--01000--001

*****70.00 *****70.00

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

William J. HARRIS at (941) 859-7431
(Name of Person) (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
FEB 23 PM 12:40

WJ 4/23



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 3, 1997

WILLIAM J. HARRIS
HARRIS FINANCIAL GROUP INC.
325 BLUEBIRD AVE
LAKELAND, FL 33809

SUBJECT: HARRIS FINANCIAL GROUP INC.
Ref. Number: W97000020247

We have received your document for HARRIS FINANCIAL GROUP INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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.

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 \$1,165.00.

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.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00043942



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 26, 1997

WILLIAM J. HARRIS
HARRIS FINANCIAL GROUP INC.
325 BLUEBIRD AVE
LAKELAND, FL 33809

SUBJECT: HARRIS FINANCIAL GROUP INC.
Ref. Number: W97000020247

We have received your document for HARRIS FINANCIAL GROUP INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name you wish to adopt is also unavailable for use in Florida. Please feel free to call the number below for a preliminary check of any name(s) you wish to adopt.

Attached is a highlighted copy of our previous letter, along with another copy of the statute to which it refers. Please respond to the fourth and fifth paragraphs of the letter.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 697A00047818



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 3, 1997

WILLIAM J. HARRIS
HARRIS FINANCIAL GROUP INC.
325 BLUEBIRD AVE
LAKELAND, FL 33809

SUBJECT: HARRIS FINANCIAL GROUP OF DELAWARE INC.
Ref. Number: W97000020247

Enclosed is the photocopy you sent. We are returning it because we cannot file your application without the NOTARIZED AFFIDAVIT described in our letter or September 3, 1997, and requested in our October 21, 1997 letter; copies of these letters are attached for your reference. Please submit the required affidavit so that we may authorize your corporation to transact business in Florida.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00053186

*2/17 - Mr. Harris called -
will send another
affidavit - says he
sent one in Nov.*

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned William J. HARRIS, do hereby certify
(Name)

that this Resolution of the Board of Directors of HARRIS FINANCIAL GROUP
INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

was duly adopted on 6-1, 19 96.

Be it resolved, that HARRIS FINANCIAL GROUP INC.
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

HARRIS FINANCIAL GROUP OF DELAWARE INC. for use in Florida.

Dated: 10-14-97

William J. Harris
Signature of either Chairman, Vice Chairman or any officer

William J. HARRIS
Type or print name

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DIVISION OF CORPORATIONS

2-18-98

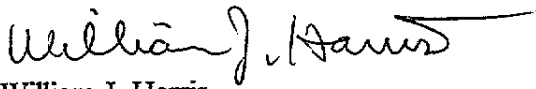
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

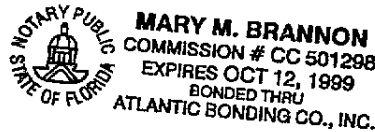
Att: Lee Rivers

Ref: Sworn Affidavit For Corporation.

Erroneous information was inserted on original application. Harris Financial Group Inc. of Delaware, incorporation in Delaware on 4-25-96, will start business in Florida upon approval. Please approve our application as soon as possible.

Sincerely,


William J. Harris



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Mary M. Brannon
Feb. 18, 1998
William J. Harris is personally known
to me.

**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. HARRIS FINANCIAL GROUP 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. DELAWARE 3. 59-3377403
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6-1-96 5. N/A
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 8-1-96
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 325 BLUEBIRD AVE
LAKELAND FL. 33809
(Current mailing address)
8. INSURANCE SALES
(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: William J. Harris
Office Address: 325 BLUEBIRD AVE
LAKELAND FL., Florida, 33809
(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.

William J. Harris
(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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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: WILLIAM J. HARRIS

Address: 325 BLUEBIRD AVE

LAKELAND FL 33809

Vice President: SAME

Address: _____

Secretary: SAME

Address: _____

Treasurer: SAME

Address: _____

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

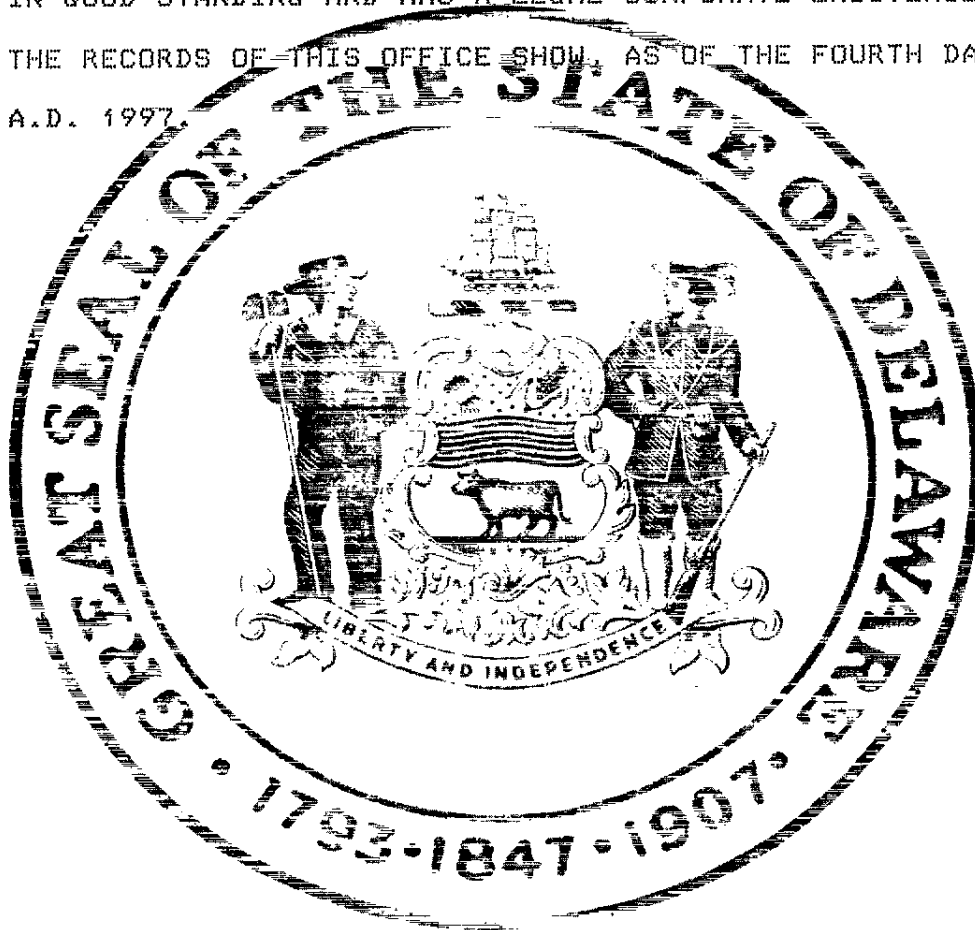
13. William J. Harris
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William J. Harris / President
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HARRIS FINANCIAL GROUP INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF AUGUST, A.D. 1997.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

8589028

AUTHENTICATION:

08-04-97

DATE: