

F98000001444

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: American Business Exchange South East, 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:

Dale Carter

(Name of Person)

American Business Exchange Inc.

(Firm/Company)

1201 Roberts Blvd Suite 201

(Address)

Kennesaw, Ga 30144

(City/State/Zip)

600002446926--8  
-03/04/98--01069--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Dale Carter

(Name of Person)

at (770) 218-1800

(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  
98 MAR 13 AM 10:17  
TALLAHASSEE, FLORIDA

3/13



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 4, 1998

DALE CARTER  
AMERICAN BUSINESS EXCHANGE, INC.  
1201 ROBERTS BLVD., #201  
KENNESAW, GA 30144

SUBJECT: AMERICAN BUSINESS EXCHANGE, INC.  
Ref. Number: W98000004809

We have received your document for AMERICAN BUSINESS EXCHANGE, INC. 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 section #1 of the application must appear exactly as it is listed on the certificate of existence even if that name is unavailable. A resolution by the board of directors (attached) must be completed adopting an alternate name for use in Florida.

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) 487-6093.

Freta Lott  
Corporate Specialist Supervisor

Letter Number: 098A00011946



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Chief Executive Officer, do hereby certify  
that this Resolution of the Board of Directors of American Business  
Exchange, Inc.  
a corporation duly organized and existing under the laws of the State of Georgia  
was duly adopted on MARCH 10<sup>th</sup>, 19 98.

Resolved, that American Business Exchange, Inc. organized  
and existing in the State of Georgia, hereby adopts the  
name American Business Exchange South East, Inc.  
for use in Florida.

Dated: 3-10-98

[Signature] CEO & Chairman of the Board  
Signature of at least one director

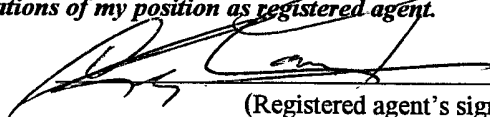
INHS19(3/95)

**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. American Business Exchange, 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. 58-2086164  
(FEI number, if applicable)
4. 1/7/94  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Have conducted no business to date.  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1201 Roberts blvd suite 207  
Kennesaw, Ga 30144  
(Current mailing address)
8. Sale of business and real estate.  
(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: Cheever Lambert  
Office Address: 129 Morrison, Lambert Lane  
Bruce, Florida, 32455  
(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.

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: Dale M Carter

Address: 77 Old Hickory Ln, Powder Springs ,GA 30073

Vice Chairman: N/A

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

Director: Gloria Hall

Address: 225 Susset Court

Roswell, Ga 30075

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

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

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

President: Dale Carter

Address: 77 Old Hickory ln, Powder Springs, Ga 30073

Vice President: Gene Mikell

Address: 750 Dalrymple suite J4

Alanta, Ga 30328

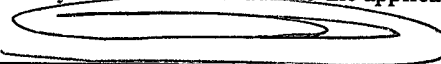
Secretary: Elizabeth A. Carter

Address: 77 Old Hickory Ln, Powder Springs,GA 30073

Treasurer: Elizabeth A. Carter

Address: 77 Old Hickory Ln, Powder Springs, Ga 30073

**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. Dale M. Carter, C.E.O.  
(Typed or printed name and capacity of person signing application)

FILED  
98 MAR 13 AM 10:24  
TALLAHASSEE, FLORIDA

DOCKET NUMBER : 980491238  
CONTROL NUMBER : 9401273  
DATE INC/AUTH/FILED: 01/07/1994  
JURISDICTION : GEORGIA  
PRINT DATE : 02/18/1998  
FORM NUMBER : 211

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
98 MAR 13 AM 10:25  
hereb

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

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

