

F98000001628

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Millenium Insurance Services, Inc.

(Name of corporation - must include suffix)

300002404293--6

-01/20/98--01027--002

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

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:

W98-1379

John B. DiChiara, Esquire

(Name of Person)

John B. DiChiara, P.A.

(Firm/Company)

507 Southeast Eleventh Court

(Address)

Fort Lauderdale, FL 33316

(City/State/Zip)

903/23
98 MAR 23 PM 1:01
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

John B. DiChiara

(Name of Person)

at (954) 522-5101

(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

Name conflict
F97-65724



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 21, 1998

JOHN B. DICHARA, ESQ.
JOHN B. DICHARA, P.A.
507 SE ELEVENTH CT.
FT. LAUDERDALE, FL 33316

SUBJECT: MILLENIUM INSURANCE SERVICES, INC.
Ref. Number: W98000001379

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DIVISION OF CORPORATIONS
98 MAR 23 PM 1:01

We have received your document for MILLENIUM INSURANCE SERVICES, 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 \$2315.00.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 398A00003178

KENNETH A. WENZEL, P.A.

ATTORNEY AT LAW
980 NORTH FEDERAL HIGHWAY
SUITE 440
BOCA RATON, FLORIDA 33432

TELEPHONE
(561) 361-0900

FAX
(561) 338-3441

March 18, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Jennifer Sindt

Re: Our File No. 98-20585
Millenium Insurance Services, Inc.
Reference No. 98000001379

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DIVISION OF CORPORATIONS
98 MAR 23 PM 1:01

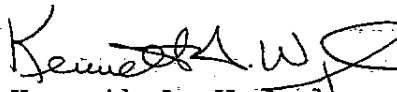
Dear Ms. Sindt:

With reference to the above captioned matter, enclosed are the following items:

1. Copy of your letter of January 22, 1998 addressed to attorney John DiChiara concerning the above referenced corporation's Application for Authorization to Transact Business in Florida.
2. Resolution of the Board of Directors of Millenium Insurance Services, Inc., a Georgia corporation, adopting the name "Millenium-Greenwich Company" for use within the state of Florida.
3. Affidavit signed by David Lee, President concerning the date on which the corporation commenced the transaction of business within the state of Florida.

Hopefully, the delivery of these documents will be sufficient to finalize the Application previously submitted on behalf of the corporation and to allow the issuance issue a certificate of authorization to transact business in Florida. Please send a copy of the certificate to the undersigned as soon as possible.

Very truly yours,


Kenneth A. Wenzel

KAW/sc
cc: David Lee

AFFIDAVIT

Before me, the undersigned notary public, personally appeared DAVID G. LEE, President of MILLENNIUM INSURANCE SERVICES, INC., a Georgia corporation, who being duly sworn, deposes and says as follows:

1. That he is the duly elected President of MILLENNIUM INSURANCE SERVICES, INC., a Georgia corporation, and as such is familiar with the business and operations of said corporation.

2. That this corporation has previously submitted an Application by Foreign Corporation for Authorization to Transact Business in Florida and that said application was rejected by the Department of State of the State of Florida.

3. After reviewing the provisions of Section 607.1501, Florida Statutes, a determination has been made that erroneous information was inserted on the original Application and this sworn affidavit is being made and provided in support of the original Application For Authorization to Transact Business in Florida.

4. That erroneous information was listed on the original Application relative to the date upon which business was first transacted by this corporation within the State of Florida.

5. That the actual date on which the corporation began transacting business in Florida was actually January, 1999, and that the activities of the corporation prior to the year the application was submitted did not constitute transacting business pursuant to the terms of Section 607.1501, Florida Statutes.

FURTHER AFFIANT SAYETH NOT.

MILLENNIUM INSURANCE SERVICES, INC., a Georgia corporation
By: David G. Lee
David G. Lee, President

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DIVISION OF CORPORATIONS
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STATE OF GEORGIA
COUNTY OF HENRY

The foregoing instrument was acknowledged before me this 17 day of MARCH, 1998, by DAVID G. LEE, as President of MILLENNIUM INSURANCE SERVICES, INC., a Georgia corporation, on behalf of said corporation, who:

☒ is personally known to me, [or]
☐ has produced _____ as identification.

Melissa H. Chamber
Notary Public

My Commission Expires:

Notary Public, Butts County, Georgia.
My Commission Expires February 16, 2001.

MINUTES OF
SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
MILLENIUM INSURANCE SERVICES, INC.,
a Georgia corporation

A special meeting of the Board of Directors of MILLENIUM INSURANCE SERVICES, INC., a Georgia corporation, was held on March 2, 1998 at 6:00 p.m. at the offices of the corporation.

All of the members of the Board of Directors of the corporation were present and therefore a quorum was present for the transaction of business.

The meeting was called to order by the Chairman and the Chairman advised that the meeting was being held to consider, approve and adopt a special resolution of the Board of Directors to adopt for use within the State of Florida an alternate corporate name.

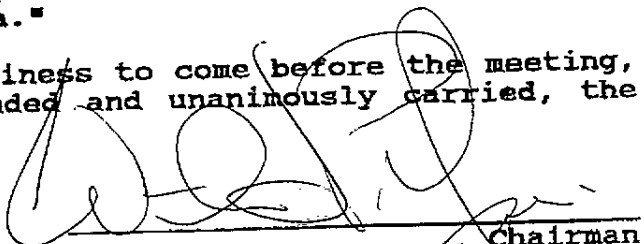
Upon a motion duly made and seconded, the following resolution was unanimously adopted by the members of the Board of Directors:

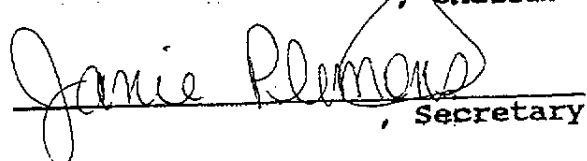
"RESOLVED, that this corporation shall and does hereby adopt an alternate name for this corporation for use in the State of Florida which alternate name shall be MILLENIUM - GREENWICH COMPANY.

FURTHER RESOLVED, that the officers and directors of this corporation be and they are hereby authorized and directed to provide a copy of the minutes of this Special Meeting of the Board of Directors to the Florida Department of State in connection with this corporation's Application For Authorization to Transact Business within the State of Florida and that the officers and directors of this corporation are also further authorized to execute in the name and on behalf of this corporation any and all applications, letters, affidavits or other instruments or documents in order to effectuate the qualification of this corporation to conduct business within the State of Florida."

There being no further business to come before the meeting, upon a motion duly made, seconded and unanimously carried, the meeting was adjourned.

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DIVISION OF CORPORATIONS


Chairman


Secretary

**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. Millenium Insurance Services 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. 58-225 0999

(FEI number, if applicable)

4. 07/18/96

(Date of incorporation)

5. Perpetual

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

6. 07/18/96

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

7. 38 Cleveland St. Locust Grove, GA 30248

(FL sub Office: 1499 West Palmetto Park Road, Suite 130, Boca Raton, FL 33486-3318)
(Current mailing address)

8. Selling Commercial Property and Casualty Insurance

(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: John B. DiChiara

Office Address: 507 Southeast 11th Court

Fort Landerdale, FL

, Florida, 33316

(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.

John B. DiChiara 1/15/98
(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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DIVISION OF CORPORATIONS
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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: William J. Plemons

Address: 599 Nathan Thaxton Rd.
Jackson, GA 30233

Vice Chairman: David G. Lee

Address: 1934 Pine Bluff
Marietta, GA 30062-7512

Director: _____

Address: _____

Director: _____

Address: _____

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

President: David G. Lee

Address: 1934 Pine Bluff
Marietta, GA 30062

Vice President: Kathy Harper

Address: 1888 Carver Rd.
Griffin, GA 30223

Secretary: Janie Plemons

Address: 599 Nathan Thaxton Rd.
Jackson, GA 30233

Treasurer: Tammy Cawthon

Address: 128 Greer Dairy Rd.
Jackson, GA 30233

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

13. David Lee
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. David Lee, President, CEO & Vice Chairman
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 980071008
CONTROL NUMBER : 9625260
DATE INC/AUTH/FILED: 07/18/1996
JURISDICTION : GEORGIA
PRINT DATE : 01/07/1998
FORM NUMBER : 211

RUSSELL SMITH
P.O. BOX 399
LOCUST GROVE GA 30248

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 23 PM 1:02

CERTIFICATE OF EXISTENCE

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

MILLENIUM INSURANCE SERVICES, INC.
A DOMESTIC PROFIT CORPORATION

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

