

F98000002797

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

700002520527--2
-05/12/98--01071--002
****150.00 ****150.00

SUBJECT: Back Bay Inc.
(Name of corporation - must include suffix)

700002520527--2
-05/12/98--01071--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:

John J Mulligan

(Name of Person)

700002520527--2
-05/18/98--01012--001
****500.00 ****500.00

Back Bay Inc.

(Firm/Company)

2061 Englewood Rd. Suite #200

(Address)

Englewood , Fl. 34223

(City/State/Zip)

W98-10251

P.604

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

John J Mulligan

(Name of Person)

at (941) 475-2288

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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

W 5/18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 9:36



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 6, 1998

JOHN J. MULLIGAN
BACK BAY INC.
2061 ENGLEWOOD RD, SUITE 200
ENGLEWOOD, FL 34223

SUBJECT: BACK BAY INC.
Ref. Number: W98000010251

We have received your document for BACK BAY 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:

I am returning the check for \$70.00 as it is unsigned.

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 \$1150.00.

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.

If you have any questions concerning the filing of your document, please call
(850) 487-6092.

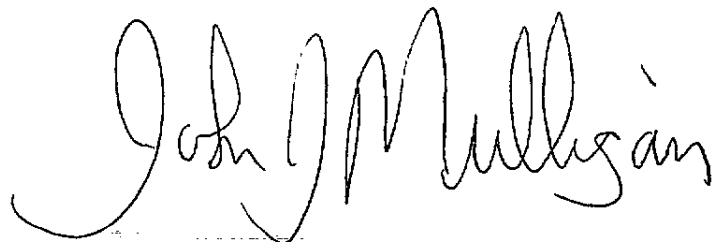
Hart Collins
Senior Corporate Section Administrator

Letter Number: 998A00024970

**TO; FLORIDA DEPARTMENT OF STATE
FROM; JOHN MULLIGAN BACK BAY INC.
RE; CERTIFICATE OF AUTHORITY**

**PLEASE BE AWARE THAT WE JUST RECENTLY
DISCOVERED THAT THE NEEDED PAPERWORK FOR
YOUR OFFICE WAS NOT FILED. THIS WAS
DISCOVERED WHEN WE APPLIED FOR AN ASSUMED
TRADE NAME AND WERE TOLD THAT IT COULD NOT
BE COMPLETED BECAUSE OF THIS. PLEASE TAKE
INTO CONSIDERATION THAT THIS WAS VERY
SIMPLY AN OVERSIGHT. WE WENT THROUGH ALL
THE BACKGROUND CHECKS AND FILING WITH THE
DIVISION OF BANKING AND FINANCE TO SECURE
OUR LENDER LICENSE ,[PLEASE SEE ATTACHED] AND
THEN FILED OUR EMPLOYER REGISTRATION
REPORT.[ATTACHED] WE THAUGHT THAT THIS WAS
ALL THE FILING NEEDED FOR THE STATE OF
FLORIDA AND THINGS WOULD BE GREAT. UPON
NOTIFICATION OF THE OVERSIGHT WE PROMPTLY
FILED THE NECESSARY PAPERWORK AND
SUBMITTED THE APPROPRIATE FEES. WE WERE
QUITE DISMAYED TO RECEIVE THE LETTER STATING
WE OWE AN ADDITIONAL \$1150 DOLLARS. ENCLOSED
PLEASE FIND THE \$150 DOLLAR CHECK FOR 1997 AND
PLEASE LOOK FAVORABELY ON US IN REGARDS TO
WAIVING THE CIVIL PENELTY. THERE WAS
ABSOLUTELY NO MALACE INTENDED BY BACK BAY
INC. WE WERE UNDER THE IMPRESSION THAT
EVERYTHING HAD BEEN COMPLETED PROPERLY.**

SINCERLY

A handwritten signature in cursive script, reading "John J. Mulligan". The signature is written in dark ink and is positioned below the typed name "John J. Mulligan" which appears in the header of the document.



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: May 15, 1998

RE: Back Bay, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1997 of \$150.00 and foreign non-qualified penalties of \$ 500.00 assessed at the statutory minimum of \$500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned John J. Mulligan, do hereby certify
(Name)

that this Resolution of the Board of Directors of Back Bay Inc.

(Corporate Name)

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

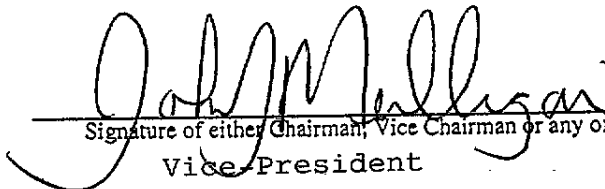
was duly adopted on May 11th, 1998.

Be it resolved, that Back Bay Inc.,
(Corporate Name)

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

Back Bay Inc. of Colorado for use in Florida.

Dated: May 11th, 1998


Signature of either Chairman, Vice Chairman or any officer
Vice President

John J Mulligan

Type or print name

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 9:36

**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. Back Bay 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. Colorado
(State or country under the law of which it is incorporated)
3. 84-1289052
(FEI number, if applicable)
4. 06-24-94
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 8-97
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2061 Englewood Rd. Suite #4
Englewood , Fl. 34223
(Current mailing address)
8. MOrtgage Loans
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: John J Mulligan
Office Address: 2061 Englewood Rd. Suite #4
Englewood , Florida , 34223
(Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 9:36

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 J Mulligan
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Michelle A. Mulligan

Address: 729 N Manasota Key Rd.

Englewood , Fl. 34223

Vice President: John J. Mulligan

Address: 729 N Manasota Key Rd. 34223

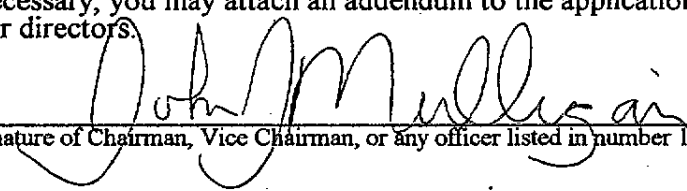
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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 J. Mulligan
(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

BACK BAY INC.
(COLORADO CORPORATION)

FILE # 19941071915 WAS FILED IN THIS OFFICE ON June 24, 1994
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: April 20, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 18 AM 9:37

Victoria Buckley

SECRETARY OF STATE