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TRANSMITTAL LETTER

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-12/29/97--01097--001

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

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: New York National Computerized Agencies Corp.
(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:

Eric L. Miller

(Name of Person)

New York National Computerized Agencies Corp.

(Firm/Company)

3285-3 Veterans Memorial Highway

(Address)

Ronkonkoma, NY 11779

(City/State/Zip)

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DIVISION OF CORPORATIONS

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

Pat Preiser

(Name of Person)

at (516) 737 0700 ext 208

(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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 30, 1997

ERIC L. MILLER
NEW YORK NATIONAL COMPUTERIZED AGENCIES
3285-3 VETERANS MEMORIAL HWY.
RONKONKOMA, NY 11779

SUBJECT: NEW YORK NATIONAL COMPUTERIZED AGENCIES CORP.
Ref. Number: W97000028824

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We have received your document for NEW YORK NATIONAL COMPUTERIZED AGENCIES CORP. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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 \$1165.00.

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: 697A00060773



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 8, 1998

ERIC L. MILLER
NEW YORK NATIONAL COMPUTERIZED AGENCIES
3285-3 VETERANS MEMORIAL HWY.
RONKONKOMA, NY 11779

SUBJECT: NEW YORK NATIONAL COMPUTERIZED AGENCIES CORP.
Ref. Number: W97000028824

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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for NEW YORK NATIONAL COMPUTERIZED AGENCIES CORP..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1996. You were notified by letter dated January 30, 1997, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1165.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Jennifer Sindt
Document Examiner Letter No. 998A00018570

Enclosure



Albrecht, Viggiano,
Zureck & Company, P.C.

Certified Public Accountants

LEONARD S. VIGGIANO, CPA
JOHN J. ZURECK, CPA
GERALD C. SCHEINER, CPA
ROBERT F. FRIEMANN, CPA
MICHAEL D. COLLINS, CPA
ROBERT M. McGRATH, CPA
THOMAS J. MURRAY, CPA
WILLIAM A. KLEIN, JR., CPA
JOHN J. KNOX, CPA
ROBERT T. QUARTÉ, CPA

MEMBER OF THE
AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS
PRIVATE COMPANIES PRACTICE SECTION AND
SEC PRACTICE SECTION OF THE DIVISION FOR CPA FIRMS

MEMBER OF BKR INTERNATIONAL
OFFICES IN PRINCIPAL CITIES WORLDWIDE

May 28, 1998

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

RE: New York National Computerized Agencies
Ref Number: W97000028824

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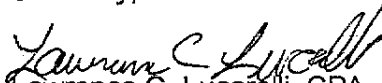
Dear Ms. Sindt:

As the accountants for the above referenced corporation we are responding to your assessment in the amount of \$1,165. Upon review of Florida Statutes Sec. 607.1501 we do not feel that an application for authorization to transact business in Florida is necessary. The Corporations activity in Florida consists of soliciting insurance by mail. All orders require acceptance outside the state. According to Sec. 607.1501 Ph. 2(f) soliciting or obtaining orders, whether by mail or through employees, agents, or otherwise if the orders require acceptance outside the state before they become contracts does not constitute transacting business in the state. The corporation does employ a bookkeeper that lives in the state. According to Sec. 607.1501 Ph. 2(b) holding meetings of the board of directors or shareholders or carrying on other activities concerning internal corporate affairs does not constitute transacting business in the state.

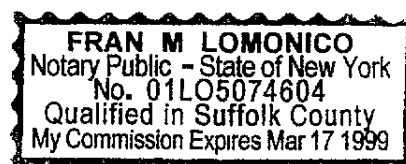
In light of the above we are requesting that your assessment of penalties in the amount of \$1,165 be abated.

Please inform the Corporation of your decision. If you would like to discuss this matter further you may contact the undersigned.

Sincerely,


Lawrence C. Lucarelli, CPA
Supervisor

CC: Eric Miller



Fran M. Lomonico
5/28/98

**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. New York National Computerized Agencies Corp.
(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. New York 3. 11-2482477
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/29/78 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 3285-3 Veterans Memorial Hwy. Ronkonkoma, NY 11779

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(Current mailing address)

8. Insurance
(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: Laurie McDowell

Office Address: 4766 Watermark Lane
Sarasota, Florida, 34238
(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.

Laurie McDowell
(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: H. Lincoln Miller

Address: 773 St. Judes Dr N. Longboat Key, FL 34228

Vice Chairman: Margaret Miller

Address: 773 St. Judes Dr. N. Longboat Key, FL 34228

Director: Eric L. Miller

Address: 25 Pilgrim Drive, Port Jefferson, NY 11777

Director: Thomas J. Burns

Address: 3 Wheat Path, Mt. Sinai, New York 11766

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

President: H. Lincoln Miller

Address: 773 St. Judes Dr N. Longboat Key, FL 34228

Vice President: Eric L. Miller

Address: 25 Pilgrim Dr. Port Jefferson, NY 11777

Secretary: Margaret Miller

Address: 773 St. Judes Dr N. Longboat Key, FL 34228

Treasurer: Lauire McDowell

Address: 4766 Watermark Lane, Sarasota, FL 34238

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

13. Eric L. Miller, VP
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

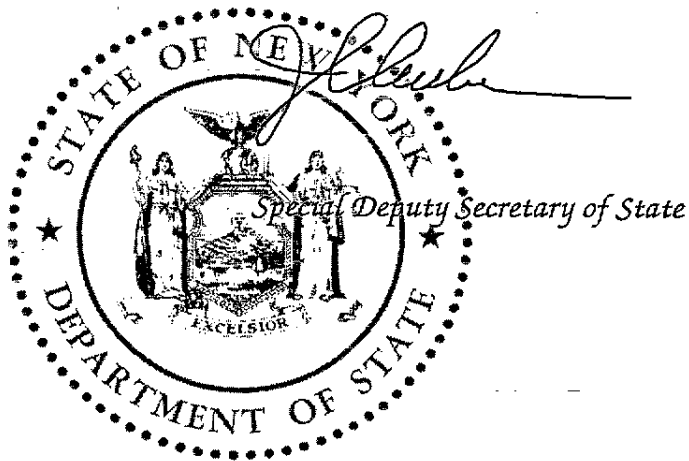
14. Eric L. Miller, Vice President
(Typed or printed name and capacity of person signing application)

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State of New York } **ss:**
Department of State

I hereby certify, that the certificate of incorporation of NEW YORK NATIONAL COMPUTERIZED AGENCIES CORP. was filed on 09/29/1978, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 16th day of December
one thousand nine hundred and
ninety-seven.*



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