

# F98000004907

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Stock USA, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

500002612865--7

-08/11/98--01053--002

\*\*\*\*\*78.75 \*\*\*\*\*78.75

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:

Ryan V. Cottingham

(Name of Person)

Stock USA, Inc.

(Firm/Company)

12396 World Trade Drive Suite 112

(Address)

San Diego, CA 92128

(City/State/Zip)

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

Ryan Cottingham

(Name of Person)

at ( 888 ) 478-6258

(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  
98 AUG 31 AM 10:44  
W98-18226  
98/31



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 11, 1998

RYAN V. COTTINGHAM  
STOCK USA, INC.  
12396 WORLD TRADE DRIVE, STE. 112  
SAN DEIGO, CA 92128

SUBJECT: STOCK USA, INC.  
Ref. Number: W98000018226

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We have received your document for STOCK USA, INC. and your check(s) totaling \$78.75. 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 \$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.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 198A00041751



# STOCK USA, INC.

THE AFFORDABLE WAY TO INVEST

12396 World Trade Drive, Suite 112  
San Diego, CA 92128

phone: (619) 675-7878

fax: (619) 675-7879

e-mail: [invest@stockusa.com](mailto:invest@stockusa.com)

[www.stockusa.com](http://www.stockusa.com)

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

August 25, 1998

ATTN: Jennifer Sindt, Document Examiner  
RE: Reference Number W98000018226  
Letter Number 198A00041751

Ms. Sindt:

After review of Florida Statutes Sections 607.1501 – 607.1532, Stock USA, Inc. (CRD #40687) desires to issue a sworn affidavit, in regards to our original filing of the Application for Certificate of Authority. Please accept the following enclosed sworn affidavit as an amendment to our application for Certificate of Authority in the state of Florida. If you have any questions or concerns, please do not hesitate to contact me.

Thank you,

Ryan V. Cottingham  
Stock USA, Inc.  
(619) 675-7878 x.103

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DIVISION OF CORPORATIONS  
98 AUG 31 AM 10:44



**STOCK USA, INC.**  
THE AFFORDABLE WAY TO INVEST

12396 World Trade Drive, Suite 112  
San Diego, CA 92128

phone: (619) 675-7878

fax: (619) 675-7879

e-mail: [invest@stockusa.com](mailto:invest@stockusa.com)  
[www.stockusa.com](http://www.stockusa.com)

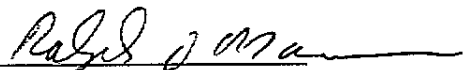
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

August 25, 1998

ATTN: Jennifer Sindt, Document Examiner  
RE: Sworn Affidavit

Ms. Sindt:

After review of Florida Statutes Sections 607.1501 – 607.1532, Stock USA, Inc. (CRD #40687) has realized that erroneous information was listed on our Application By Foreign Corporation For Authorization To Transact Business in Florida. It is our interpretation that 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, Florida Statutes.

  
Ralph O. Mann  
President & CEO  
Stock USA, Inc.

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98 AUG 31 AM 10:44

# ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Diego } ss.

On August 26, 1998 before me, Ryan V. Cottingham  
(DATE) (NOTARY)  
personally appeared Ralph O. Mann  
SIGNER(S)

☒ personally known to me - OR - ☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

[Signature]  
NOTARY'S SIGNATURE

## OPTIONAL INFORMATION

The information below is not required by law. However, it could prevent fraudulent attachment of this acknowledgment to an unauthorized document.

### CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

☐ INDIVIDUAL  
☒ CORPORATE OFFICER  
President & CEO  
TITLE(S)

☐ PARTNER(S)  
☐ ATTORNEY-IN-FACT  
☐ TRUSTEE(S)  
☐ GUARDIAN/CONSERVATOR  
☐ OTHER:

### DESCRIPTION OF ATTACHED DOCUMENT

Sworn Affidavit  
TITLE OR TYPE OF DOCUMENT

One (1)  
NUMBER OF PAGES

08/25/98  
DATE OF DOCUMENT

N/A  
OTHER

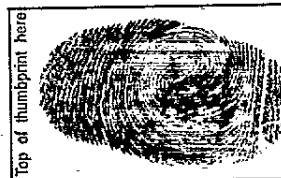
### SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)

Stock USA, Inc.

RIGHT THUMBPRINT

OF  
SIGNER



**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. Stock USA, 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. California 3. 33-0659504  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 03/20/95 5. "perpetual"  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 7, 1997  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 12396 World Trade Dr. #112  
San Diego, CA 92128  
(Current mailing address)
8. Broker-Dealer  
(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: NRAI Services, Inc.  
Office Address: 526 E. Park Avenue  
Tallahassee, Florida, 32301  
(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.*

CHARLES BACLET, V.P. (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  
98 AUG 31 AM 10:46

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: Ralph O. Mann

Address: 2725 Ariane Dr. #170 San Diego, CA 92117

Vice Chairman: N/A

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

Director: Allison, John D.

Address: 9978 Kika Court #7812 San Diego, CA 92129

Director: Vinson, Dennis R.

Address: 1047 Avondale Lane Hayward, CA 94545

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

President: Ralph O. Mann

Address: (same as above)

Vice President: N/A

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

Secretary: Spraggs, Teri

Address: 1102 Pacific Beach Dr. #D San Diego, CA 92109

Treasurer: N/A

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

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

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

14. Teri Spraggs Secretary  
(Typed or printed name and capacity of person signing application)

## **ADDENDUM TO 12A**

Murrel, Thomas W.	12409 Avenida Consentido San Diego, CA 92128
Walton, Lawrence	265 Woodland Dr. Vista, CA 92083
Malsbary, Richard A.	10830 Hess Drive La Mesa, CA 91941
Lemperle, John	7737 Wingspan Dr. San Diego, CA 92119
Mann, Ralph Oliver	2725 Ariane Dr. #170 San Diego, CA 92117

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98 AUG 31 AM 10:44



# State of California

## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 20TH day of MARCH, 19 95,

STOCK USA, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

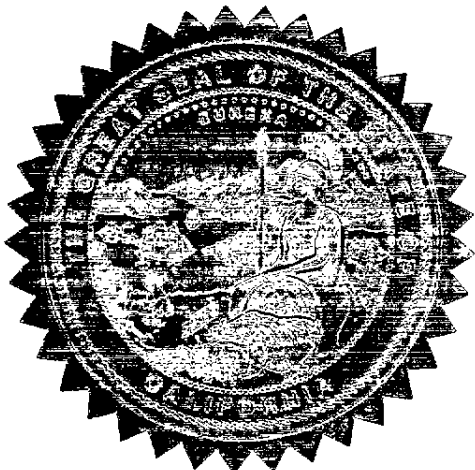
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal of  
the State of California this day of

AUGUST 3, 1998



*Bill Jones*

Secretary of State

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DIVISION OF CORPORATIONS  
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