

F98000005805

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

900002639279--6
-09/15/98--01019--002
*****70.00 *****70.00

SUBJECT: Pan-American Financial Services, 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:

Ms. Brenda LeBourgeois Kahan
(Name of Person)
Pan-American Financial Services, Inc.
(Firm/Company)
P.O. Box 60139
(Address)
New Orleans, LA
(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 19 AM 9:02
9/10/19

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

Ms. Dallas McGlinn at (504) 566-3997
(Name of Person) (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

September 15, 1998

BRENDA LEBOURGEOIS KAHAN
PAN-AMERICAN FINANCIAL SERVICES, INC.
P.O. BOX 60139
NEW ORLEANS, LA 70160-0139

SUBJECT: PAN-AMERICAN FINANCIAL SERVICES, INC.
Ref. Number: W98000021010

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We have received your document for PAN-AMERICAN FINANCIAL 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.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 498A00046649



October 14, 1998

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Ms. Jennifer Sindt
Document Examiner
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Certificate of Authority – Pan-American Financial Services, Inc.

Dear Sir or Madam:

In response to your letter dated September 15, 1998 (a copy of which is enclosed), please find enclosed a copy of a corporate resolution adopting the name Pan-American Financial Securities Sales Company for use in the State of Florida. Please send us a certificate of authority to do business in the State of Florida in due course.

If you need any further information or documentation, please call me.

Sincerely,

(Ms.) Dallas McGlinn
Compliance Analyst/Paralegal
Legal Department
Direct Dial No.: 504-566-3997
Fax No.: 504-566-3787

Cc: René Lorio
Brenda Kahan
Phil Straub

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Brenda L. Kahan, do hereby certify
(Name)

that this Resolution of the Board of Directors of Pan-American Financial Services, Inc.

Pan-American Financial Services, Inc.

(Corporate Name)

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

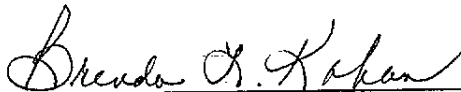
was duly adopted on October 5, 19 98.

Be it resolved, that Pan-American Financial Services, Inc.,
(Corporate Name)

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

Pan-American Financial Securities Sales Company for use in Florida.

Dated: October 14, 1998



Signature of either Chairman, Vice Chairman or any officer

Brenda L. Kahan

Type or print name

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RECEIVED SEP - 4 1998

**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:**

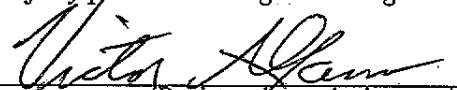
1. Pan-American Financial Services, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Louisiana
(State or country under the law of which it is incorporated)
3. 72-1009902
(FEI number, if applicable)
4. July 31, 1984
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A - No business has been transacted in Florida to date.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 601 Poydras Street
New Orleans, LA 70130
(Current mailing address)
8. Broker-dealer offering securities for sales through registered sales persons.
(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: C T CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, Florida, 33324
(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)
Victor Alfano, Asst. Secretary

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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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: John K. Roberts, Jr.

Address: 601 Poydras St., New Orleans, LA 70130

~~Vice Chairman~~ G. Frank Purvis, Jr.

Address: 601 Poydras St., New Orleans, LA 70130

Director: William T. Steen

Address: 601 Poydras St., New Orleans, LA 70130

Director: Patricia Ann Lombard

Address: 601 Poydras St., New Orleans, LA 70130

Director: Philip J. Straub, 601 Poydras St., New Orleans, LA 70130

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

President: William T. Steen

Address: 601 Poydras St., New Orleans, LA 70130

Vice President: Patricia Ann Lombard

Address: 601 Poydras St., New Orleans, LA 70130

Secretary: Brenda LeBourgeois Kahan

Address: 601 Poydras St., New Orleans, LA 70130

Treasurer: Philip J. Straub

Address: 601 Poydras St., New Orleans, LA 70130

Chief Compliance Officer: Daniel E. LaGrone, 601 Poydras St., New Orleans, LA 70130

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)

Brenda LeBourgeois Kahan, Secretary

14. _____

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

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DIVISION OF CORPORATIONS
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UNITED STATES OF AMERICA
State of Louisiana

Jox McKeithen
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
PAN-AMERICAN FINANCIAL SERVICES, INC.

A LOUISIANA corporation domiciled at NEW ORLEANS,

Filed charter and qualified to do business in this State on
August 01, 1984,

I further certify that the records of this Office indicate
the corporation has paid all fees due the Secretary of
State, and so far as the Office of the Secretary of State is
concerned is in good standing and is authorized to do
business in this State.

I further certify that this Certificate is not intended to
reflect the financial condition of this corporation since
this information is not available from the records of this
Office.

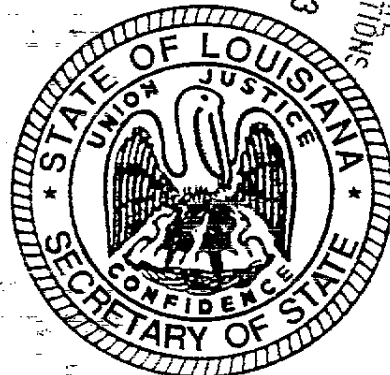
*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

August 25, 1998

Jox McKeithen

CGR

Secretary of State



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