

# F98000006135

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Amen'first Financial 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:

Frances Livermore  
(Name of Person)  
Amen'first financial corp.  
(Firm/Company)  
3589 S. Ocean Blvd #801  
(Address)  
Palm Beach FL 33480  
(City/State/Zip)

100002650211--1  
-09/28/98--01098--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Frances Livermore at (561) 582-8842  
(Name of Person) (Area Code & Daytime Telephone Number)

~~1000-22176~~

### STREET 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 NOV -5 PM 12:01

# 11/5



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 29, 1998

FRANCES LIVERMORE  
AMERIFIRST FINANCIAL CORP.  
3589 S. OCEAN BLVD #801  
PALM BEACH, FL 33480

SUBJECT: AMERIFIRST FINANCIAL CORP.  
Ref. Number: W98000022176

We have received your document for AMERIFIRST FINANCIAL 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:

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) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 098A00048680

**RESOLUTION OF BOARD OF DIRECTORS**

(Please print or type)

I, the undersigned Frances Livermore, do hereby certify  
(Name)

that this Resolution of the Board of Directors of Amerifirst financial  
corp. (of Nevada)  
(Corporate Name)

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

was duly adopted on 11/20/98, 1998.

Be it resolved, that Amerifirst financial corp  
(Corporate Name)

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

Amerifirst financial corp. of Nevada for use in Florida.

Dated: 10-31-98

Frances Livermore  
Signature of either Chairman, Vice Chairman or any officer

Frances Livermore  
Type or print name

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV -5 PM 12:01

**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. AmeriFirst Financial 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. Nevada 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11-13-96 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. NOT transacted Business yet  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3589 S. Ocean Blvd #801  
Palm Beach, FL 33480  
(Current mailing address)
8. Real Estate  
(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: Frances Livermore

Office Address: 3589 S. Ocean Blvd #801  
Palm Beach F, Florida, 33480  
(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.

Henry J. [Signature]  
(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV -5 PM 12:00

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: Frances Livermore

Address: 3589 S. Ocean Blvd #801  
Palm Beach FL 33480

Vice Chairman: Same

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

Director: Same

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

Director: \_\_\_\_\_

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

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

President: Frances Livermore

Address: 3589 S. Ocean Blvd #801  
Palm Beach, FL 33480.

Vice President: Same

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

Secretary: Same

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

Treasurer: Same

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

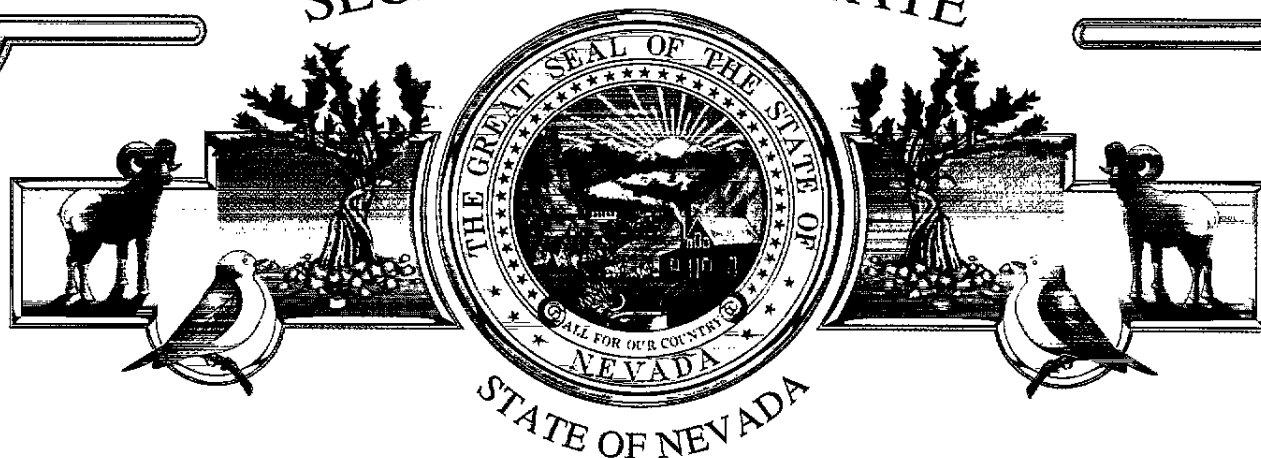
**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Frances Livermore - Pres.

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

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **AMERIFIRST FINANCIAL CORP.** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 20, 1996, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on September 22, 1998.



By *Dean Heller*  
Secretary of State  
*Laqueline White*  
Certification Clerk

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV -5 PM 12:01