



THE UNITED STATES
CORPORATION
C O M P A N Y

ACCOUNT NO. : 072100000032

REFERENCE : 027663 7140056

AUTHORIZATION :

Patricia Piggott

COST LIMIT : \$ 70.00

ORDER DATE : November 10, 1998

ORDER TIME : 10:26 AM

ORDER NO. : 027663-040

400002687784--1

CUSTOMER NO: 7140056

400002687784--1

CUSTOMER: Ms. Lori Stream
Granite Financial Acquisition
3097 Prairie Southwest

-12/28/98--01122--001
***1150.00 ***1150.00

Grandville, MI 49418

W98-25752

FOREIGN FILINGS

400002687784--1

-12/29/98--01042--001
*****70.00 *****70.00

NAME: GRANITE FINANCIAL ACQUISITION
CORP. I

W12/29

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 NOV 16 AM 10:46

FILED

W12/29

RECEIVED
98 NOV 16 AM 10:47
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 16, 1998

CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: GRANITE FINANCIAL ACQUISITION CORP. I
Ref. Number: W98000025752

We have received your document(s) in this office, however, a copy of the document is being returned 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: 898A00055053

RESUBMIT

Please give original
submission date as file date.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 28, 1998

CSC
ATTN: ROBERT MAXWELL

SUBJECT: GRANITE FINANCIAL ACQUISITION CORP. I
Ref. Number: W98000025752

RESUBMIT

Please give original
submission date as file date.

We have received your document for GRANITE FINANCIAL ACQUISITION CORP. I and your check(s) totaling \$1150.00. However, the document has not been filed and is being retained in this office for the following:

Although you originally sent this as an electronic account filing, you sent a check for the penalty amount. Because we cannot split a filing between account and check payments, you must submit a check for the \$70.00 filing fee before we can complete the authorization.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 198A00060624

RECEIVED
98 DEC 29 AM 9:24

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. GRANITE FINANCIAL ACQUISITION CORP. I
(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. DELAWARE 3. 84-1391855
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03/20/97 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 04/01/97
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 3097 PRAIRIE GLO. P.O. Box 636
GRANDVILLE, MICHIGAN 49468-0836
(Current mailing address)

8. LEASING - Personal Property
(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company

By: Karen E. Weber
(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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98 NOV 16 AM 10:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Mark A. Miyasaki, VP
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Mark A. Miyasaki, VP
(Typed or printed name and capacity of person signing application)

Granite Financial Acquisition Corporation 1

Officer Listing

Charles W. Salyer
President
3097 Prairie SW
Grandville, MI 49418

Allen D. Meadows
Chief Financial Officer
17911 VonKarman Avenue
Suite 300
Irvine, CA 92714

M'Liss Jones Kane
Secretary
17911 VonKarman Avenue
Suite 300
Irvine, CA 92714

Mark Miyasaki
Vice President, Assistant Secretary
16100 Table Mountain Parkway
Suite A
Golden, CO 80403

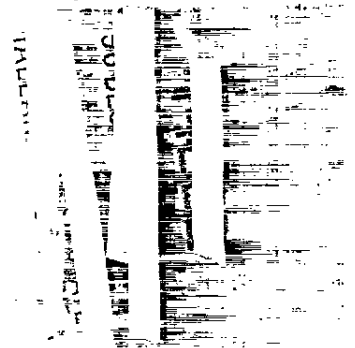
Director Listing

William P. Foley, II
17911 VonKarman Avenue
Suite 300
Irvine, CA 92714

Frank P. Willey
17911 VonKarman Avenue
Suite 300
Irvine, CA 92714

Allen D. Meadows
17911 VonKarman Avenue
Suite 300
Irvine, CA 92714

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TALLAHASSEE FLORIDA

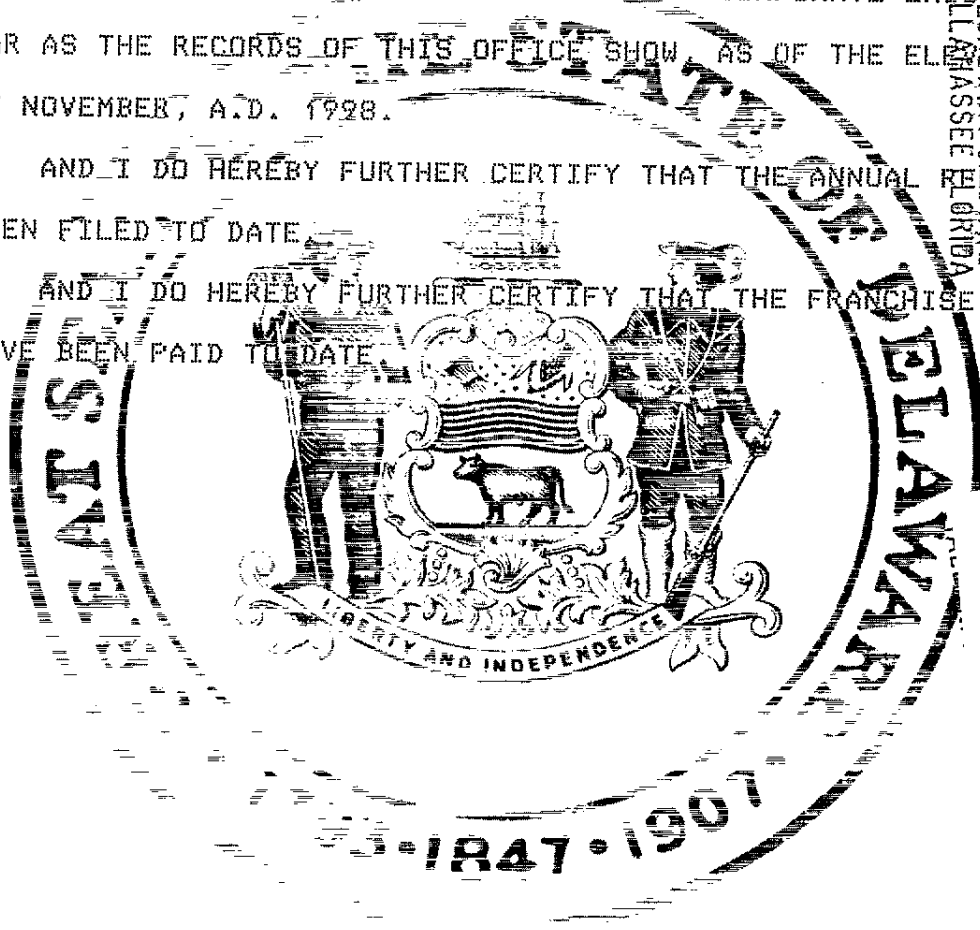


Office of the Secretary of State

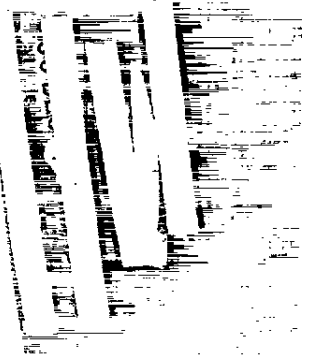
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRANITE FINANCIAL ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF NOVEMBER, A.D. 1928.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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NOV 16 AM 10:46
SECRETARY OF STATE
DELAWARE



Edward J. Freel

Edward J. Freel, Secretary of State

2731636 8300

981433216

AUTHENTICATION:

9398827

DATE:

11-11-98