

F99000000409  
TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: McDUFFIE / MORRIS FINANCIAL GROUP, 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.

W98-136

Please return all correspondence concerning this matter to the following:

CLIFTON MORRIS JR.  
(Name of Person)

McDUFFIE / MORRIS FINANCIAL GROUP, INC  
(Firm/Company)

PO Box 3341  
(Address)

NSB, FL, 32170  
(City/State/Zip)

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99 JAN 21 PM 1:59

8/1/21

800002729068-5  
-01/04/99-01072-001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

CLIFTON MORRIS JR. at (904) 426-6021  
(Name of Person) (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



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 5, 1999

CLIFTON MORRIS JR.  
MCDUFFIE/MORRIS FINANCIAL GROUP, INC.  
PO BOX 3341  
NEW SMYRNA BEACH, FL 32170

SUBJECT: MCDUFFIE/MORRIS FINANCIAL GROUP, INC.  
Ref. Number: W99000000136

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We have received your document for MCDUFFIE/MORRIS FINANCIAL GROUP, 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:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that MCDUFFIE/MORRIS FINANCIAL GROUP, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates November 1, 1995, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

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 \$3515.00.

If it is determined that the corporation's previous activities in Florida that warranted compliance with Florida's revenue laws did not constitute the transaction of business within the meaning of s. 607.1501, F.S., please provide a sworn affidavit to that effect.

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

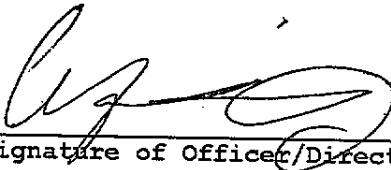
Jennifer Sindt  
Document Examiner

Letter Number: 599A00000261

STATEMENT CONCERNING AUTHORITY TO TRANSACT BUSINESS IN FLORIDA BY A FOREIGN CORPORATION

MCDUFFIE/MORRIS FINANCIAL GROUP INC has not received a certificate of Authority from the Florida Department of state to transact business in Florida Pursuant to s. 507.1501 Florida statues. Please append this statement to my application for such authority. After careful review of the exceptions pursuant to s.507.1601 noted in your correspondence dated 1/5/99, I submit the following for your consideration.

I, Clifton Morris Jr., the undersigned certify that McDuffie/Morris Financial Group, Inc. did not transact business in Florida prior to the Application date pending, within the meaning of section 607.1501 Florida Statutes.



(Signature of Officer/Director)

1/19/99  
(Date)

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CLIFTON MORRIS JR., PRESIDENT & CEO

MCDUFFIE/MORRIS FINANCIAL GROUP INC  
FEI #: 521940798

State of Florida  
County of Volusia  
1-19-99



MARY KATHERINE CARTER  
My Commission CC481588  
Expires Jun. 20, 1999

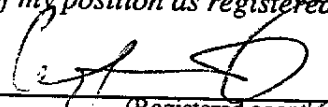
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

**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. McDUFFIE/MURRIS FINANCIAL GROUP, 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. DELAWARE  
(State or country under the law of which it is incorporated)
3. 52-1940798  
(FEI number, if applicable)
4. 10-26-95  
(Date of Incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. 1-1-99  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. P.O. Box 3341  
NEW SMYRNA BEACH FLORIDA 32170  
(Current mailing address)
8. NASD REGISTERED SECURITIES BROKER-DEALER  
(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: CLIFTON MURRIS JR  
Office Address: 494 BOUGHVILLE ISLAND DR #101  
NEW SMYRNA BEACH, Florida, 32169  
(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)

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: CLIFTON MORRIS JR.

Address: 444 BOUCHELLE ISLAND DR. #101  
NEW SMYRNA BEACH, FL- 32169

Vice Chairman: N/A

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

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

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

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

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

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

President: SAME AS A

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: SAME AS A.

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

**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)

14. CLIFTON MORRIS JR., PRESIDENT

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

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*State of Delaware*  
*Office of the Secretary of State*

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MCDUFFIE/MORRIS FINANCIAL GROUP, INC." 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 TWENTY-FIRST DAY OF DECEMBER, A.D. 1998.

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99 JAN 21 PM 1:59



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2535290 8300

DATE: 9475269

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12-21-98