

F 99000002735-

FLORIDA COMPLIANCE SPECIALISTS, INC.  
DAVE TAYLOR, PRESIDENT



1331 East Lafayette Street, Suite F  
Tallahassee, Florida 32301  
Voice: (850) 942-5464 Fax: (850) 942-5111

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Key-Co Investments, Inc  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in    
  Pick up time \_\_\_\_\_    
  Certified Copy  
 Mail out    
  Will wait    
  Photocopy    
  Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 99 MAY 27 PM 12:37  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 AL APR 27 1999

DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA  
 99 MAY 27 AM 11:25

RECEIVED  
 Examiner: \_\_\_\_\_

**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. KAY-CO. INVESTMENTS, 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. 68-0264176  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1-2-92 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 68 Leveroni Court  
Novato, CA 94949  
(Current mailing address)

8. Mortgage brokering and mortgage lending  
(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: Russell D. Coleman

Office Address: 1747 Independence Blvd., Suites E-13 & 14  
Sarasota, Florida, 34234  
(Zip code)

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**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.

Russell D. Coleman  
(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.

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: Kay M. Coleman - Director

Address: 160 Fairway Drive, Novato, CA 94949

Vice Chairman: Bruce S. Conklin - Director

Address: 535 Point San Pedro Road, San Rafael, CA 94901

Director: Michael A. Navone - Director

Address: 25 Sequoia Drive, San Anselmo, CA 94960

Director: Thomas W. Lowe, Jr. - Director

Address: 813 Albatross Drive, Novato, CA 94945

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

President: Kay M. Coleman

Address: 160 Fairway Drive, Novato, CA 94949

Vice President: Bruce S. Conklin (Executive Vice President)

Address: 535 Point San Pedro Road, San Rafael, CA 94901

Secretary: Kay M. Coleman

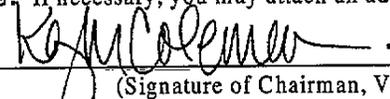
Address: 160 Fairway Drive, Novato, CA 94949

Treasurer: James A. Sweet

Address: 38 Porto Bello, San Rafael, CA 94901

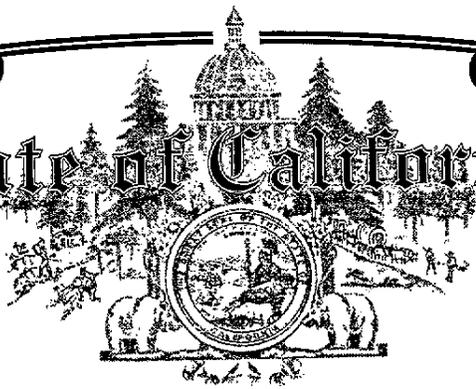
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**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Kay M. Coleman - President and Director  
(Typed or printed name and capacity of person signing application)

# State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS  
DOMESTIC CORPORATION

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TALLAHASSEE, FLORIDA

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

That on the 2nd day of January, 19 92,

KAY-CO. INVESTMENTS, 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

March 9, 1999



*Bill Jones*

Secretary of State