

F99000005171

MEMORANDUM

FROM THE DESK OF:

DENNIS BARTLETT
10464 SW 17 th MANOR
DAVIE, FL. 33324
(954) 472-8048

DATE: August 10, 1999

TO: Mrs. Sandra Mortham
State of Florida
Secretary of State

700002972897-2
-08/30/99 -01003 -006
*****70.00 *****70.00

Message:

Attached please find the application for Millennium Financing, Inc., to register as a foreign corporation doing business in Florida. Also attached is the \$70.00 fee. Should anything else be needed, please advise.

Dennis Bartlett
Registered Agent

W99-20516

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 3, 1999

DENNIS BARTLETT
10464 SW 17TH MANOR
DAVIE, FL 33324

SUBJECT: MILLENNIUM FINANCING, INC.
Ref. Number: W99000020516

We have received your document for MILLENNIUM FINANCING, 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:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 299A00044074

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DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45

MILLENNIUM FINANCING, INC.
Premium financing for the New Millennium

MILLENNIUM

September 20, 1999

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314
ATTN: AGNES LUNT

RE: MILLENNIUM FINANCING, INC.
REF. NUMBER W99000020516

DEAR MS. LUNT,

AS A FOLLOW UP TO YOUR LETTER TO DENNIS BARTLETT, ATTACHED IS A
LETTER OF GOOD STANDING FROM THE DOMICILE STATE OF MILLENNIUM
FINANCING.

IF YOU HAVE ANY OTHER REQUESTS, PLEASE ADVISE.

SINCERELY


WILLIAM J. REESE, JR.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 28, 1999

WILLIAM J. REESE, JR.
16800 GREENSPPOINT PARK DRIVE
SUITE 255N
HOUSTON, TX 77060

SUBJECT: MILLENNIUM FINANCING, INC.
Ref. Number: W99000020516

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45

We have received your document for MILLENNIUM FINANCING, 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:

You failed to make the correction(s) requested in our previous letter.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 499A00047235

MILLENNIUM FINANCING, INC.
Premium financing for the New Millennium

MILLENNIUM

October 5, 1999

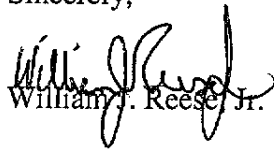
Agnes Lunt
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Subject: Millennium Financing, Inc.
Ref Number: W99000020516

Dear Agnes:

As per your request from a letter on September 28, attached is a certificate of existence for Millennium Financing. Please notify us when filing has been completed, and if any other information is needed please contact us at 281-872-5000.

Sincerely,


William J. Reese Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45

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. Millennium Financing, 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. Texas
(State or country under the law of which it is incorporated)
3. 760596775
(FEI number, if applicable)
4. December 7, 1998
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 16800 Greenspoint Park Drive, Suite 255N
Houston, TX 77060
(Current mailing address)
8. provide premium financing for insurance premiums
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45

9. Name and street address of Florida registered agent:

Name: Dennis A. Bartlett

Office Address: 10464 S.W. 17 Manor

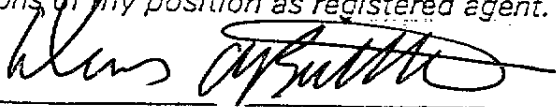
Davie

, 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)

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: William J. Reese, Jr.

Address: 17407 Widmore Place

Spring, TX 77379

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: William J. Reese, Jr.

Address: 17407 Widmore Place

Spring, TX 77379

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

14. William J. Reese, Jr. Chairman

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

FILED
STATE OF TEXAS
SECRETARY OF CORPORATIONS
SEP 29 PM 1:15 '65



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 PM 1:45

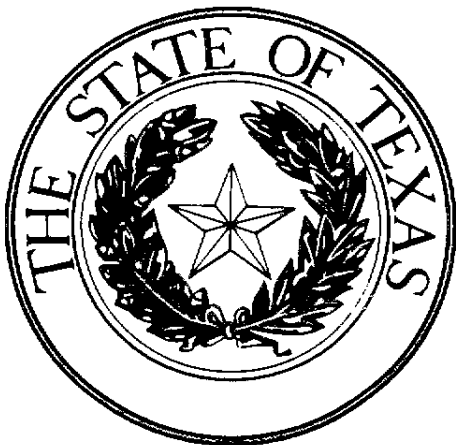
The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

MILLENNIUM FINANCING, INC.
File No. 1515061

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on September 30, 1999.*

Elton Bomer
Secretary of State

BAM