

Document Number Only

F99000005260

01/10/99 12:50 PM
STATE OF FLORIDA
SECRETARY OF STATE

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

0000002900640--0

-06/10/99-01057--012

*****70.00 *****70.00

Endeavor Group Incorporated

W99-13596

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

99 DEC 10 PM 2:49

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DIVISION OF CORPORATIONS

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

6/10/99

PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

THANKS

JOEY

BK

10/12/99

99 JUN 10 AM 11:37

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 10, 1999

CT CORPORATE SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE, FL 32301

SUBJECT: ENDEAVOR GROUP INCORPORATED
Ref. Number: W99000013596

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 12 PM 2:50

We have received your document for ENDEAVOR GROUP INCORPORATED 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) 487-6094.

To: Agnes Lunt
Document Specialist

Letter Number: 499A00031443

From: Melanie

Please give me a call if you have any questions!
Thanks, M.J.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 12 AM 11:02

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ENDEAVOR GROUP,
a California corporation

ACTION BY WRITTEN CONSENT

OF THE BOARD OF DIRECTORS WITHOUT A MEETING

September 17, 1999

All members of the ENDEAVOR GROUP Board of Directors hereby consent to the adoption of the following resolutions, as authorized by California General Corporation Law Section 307(b) and Bylaws Section 4.5.9.

FICTITIOUS NAME
IN STATE OF FLORIDA

WHEREAS, this Corporation is registered as a broker-dealer with the Securities and Exchange Commission and the state of California, and is a member of the National Association of Securities Dealers, Inc., and

WHEREAS, the Corporation has previously authorized its officers to perform, on behalf of this Corporation, any and all such acts as they may deem necessary or advisable in order to register and qualify this Corporation as a broker-dealer under the law of those states other than California and those territories of the United States where such registration and qualification are determined to be in the best interests of the Corporation, and

WHEREAS, in registering the Corporation as a broker-dealer in the State of Florida, that state has notified this Corporation that the name ENDEAVOR GROUP, is not available for use in Florida.

NOW, THEREFORE, IT IS HEREBY

RESOLVED, that for the purpose of registering this Corporation as a broker-dealer in the State of Florida, the name "ENDEAVOR GROUP OF CALIFORNIA, INC." is hereby authorized to be used in Florida in full substitution of the Corporation's name.

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RESOLVED FURTHER, that the officers of the Corporation are hereby authorized and directed to perform on behalf of this Corporation any and all such acts as they may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolution.

The Secretary of this Corporation is hereby authorized and directed to file this Consent with the Minutes of the proceedings of the Board of Directors in the official records of the Corporation.


David J. Bullock

Bart Herbert, Jr.

Vincent J. McGuinness, Sr.

Vincent J. McGuinness, Jr.

Larry N. Norman

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TALLAHASSEE
DIVISION OF CORPORATIONS
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SEP 20 '99 8:02 FR AEGON EXEC-BALT

410 347 8685 TO 918316447935

P.04/04

SEP 17 '99 12:24PM ENDEAVOR GROUP

P.3/3

RESOLVED FURTHER, that the officers of the Corporation are hereby authorized and directed to perform on behalf of this Corporation any and all such acts as they may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolution.

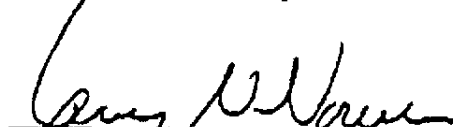
The Secretary of this Corporation is hereby authorized and directed to file this Consent with the Minutes of the proceedings of the Board of Directors in the official records of the Corporation.

David J. Bullock


Bert Herbert, Jr.

Vincent J. McGuinness, Sr.

Vincent J. McGuinness, Jr.

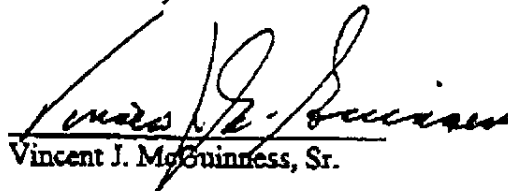

Larry N. Norman

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Larry N. Norman

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STATE
SECRETARY OF CORPORATIONS
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David J. Bullock

Bart Herbert, Jr.

Vincent J. McGuinness, Sr.

Vincent J. McGuinness, Jr.



Larry N. Norman

CERTIFICATION

I, Pamela Shelton, do hereby certify that I am the duly elected and qualified Secretary of Endeavor Group, a California corporation; that the foregoing resolutions of the Board of Directors of said Corporation were duly adopted by Action by Unanimous Written Consent of the Board of Directors Without a Meeting as authorized by California General Corporation Law Section 307(b) and Bylaws Section 4.5.9 on the 17th day of September, 1999; and that said resolutions have not been modified or rescinded and are in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand as such Secretary of said Corporation this 17th day of September, 1999.



Pamela Shelton
Secretary

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STATE OF CALIFORNIA
SECRETARY OF CORPORATIONS
OCT 17 1999
PM 2:50

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. Endeavor Group

(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

(State or country under the law of which it is incorporated)

3. 95-3141953

(FEI number, if applicable)

4. March 14, 1977

(Date of incorporation)

5. Perpetual

(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. 2101 East Coast Highway, Suite 300, Corona del Mar, California 92625

(Current mailing address)

8. Mutual Fund and Variable Annuity 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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

M.T. FITZPATRICK
ASSISTANT SECRETARY

(Type Name and Title of Officer)

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CORPORATION
STATE OF FLORIDA

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13. Pamela A. Shelton

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

14. Pamela A. Shelton, Secretary

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

99 OCT 12 PM 2:50
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CT Corporation System
Filing Manager - Data Street

| <u>Name</u> | <u>Title</u> | <u>Director</u> | <u>Business Address</u> | <u>Residence Address</u> | <u>SS#</u> |
|-----------------------------|----------------------------------------------------------------------------|-----------------|------------------------------------------------------|-----------------------------------------------------|-------------|
| McGuinness, Vincent J., Sr. | Chief Executive Officer | Yes | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 1901 Ocean Way Laguna Beach, CA 92651 | 104-26-6242 |
| McGuinness, Vincent J., Jr. | Chief Operating Officer Chief Financial Officer | Yes | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 1960 Port Ramsgate Place Newport Beach, CA 92660 | 568-47-7148 |
| Veazey, George F., III | President, National Distribution | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 4304 Overhill Drive Dallas, TX 75205 | 466-74-8810 |
| Pond, P. Michael | Executive Vice President, Administration and Compliance | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 364 White Cap Lane Newport Coast, CA 92657 | 523-80-5876 |
| Alvarez, Richard G. | Senior Vice President, National Sales Manager, Financial Planning Firms | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 6472 Doral Drive Huntington Beach, CA 92648 | 569-60-1157 |
| Nodarse, Guillermo | Senior Vice President, Director National Partner Companies | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 1290 N. Park Avenue Winter Park, FL 37289 | 483-84-6908 |
| Grant, Kevin J. | Vice President, Chief Information Officer | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 24921 Sausalito Street Laguna Hills, CA 92653 | 549-41-1809 |
| Horsager, Joel Z. | Vice President, Chief Marketing Officer | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 2 Aegean Irvine, CA 92614 | 560-47-6880 |
| Morrison, Roseann | Vice President, National Accounts Coordinator | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 1515 Tierra del Cielo Vista, CA 92084 | 556-33-3641 |
| Spicer, Carl | Vice President, Account Liaison, Regional Firms | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 30492 North Hampton Road Laguna Niguel, CA 92677 | 542-08-7614 |
| Shelton, Pamela A. | Secretary | No | 2101 E. Coast Hwy., #300 Corona del Mar, CA 92625 | 30192 Chapala Court Laguna Niguel, CA 92677 | 218-64-1739 |

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DIVISION OF CORPORATIONS
OCT 12 PM 2:50

State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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DIVISION OF CORPORATIONS
99 OCT 12 PM 2:50

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

That on the 14TH day of MARCH, 19 77,

ENDEAVOR GROUP

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

20TH OF MAY, 1999



Bill Jones

Secretary of State