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DESTIN OFFICE:

*Also Admitted in Louisiana **Also Admitted in Alabama ***ALSO ADMITTED IN GEORGIA ****BOARD CERTIFIED CRIMINAL TRIAL PRACTICE

SHARON DINWIDDLE*** WILLIAM G. WARNER****

MICHAEL S. BURKE M. TODD BURKE

LES W. BURKE

Rob Blue, Jr.

NEVIN J. ZIMMERMAN

TIMOTHY M. WARNER*

ELIZABETH J. WALTERS**

SHERRI DENTON MALLORY DOUGLAS L. SMITH

EDWARD A. HUTCHISON, JR.

W9-21244

September 9, 1999

15/99--01017--002 *****78.75 *****78**.**75

Florida Secretary of State Division of Corporations ATTN: MICHELLE P.O. Box 6327 32314 Tallahassee, FL

RE: The Investment Group, Inc.

Our File No: I31-10060

Dear Division:

Enclosed herewith please find the Application for Foreign Corporation to Transact Business in Florida, Affidavit Certificate of Good Standing, regarding the above referenced corporation, along with our check in the amount of \$78.75 for the filing fee.

I would appreciate you filing this Application and return the appropriate acceptance as foreign corporation documentation to our office.

Sincerely,

BURKE & BLUE, P.A.

Jo Faucheux Paralegal to Rob Blue, Jr., Esq.

/j£ Enclosure(s)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 15, 1999

JOE FAUCHEUX BURKE & BLUE, P.A. POST OFFICE BOX 70 PANAMA CITY, FL 32402

SUBJECT: THE INVESTMENT GROUP, INC.

Ref. Number: W99000021244

We have received your document for THE INVESTMENT GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 599A00045458



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 18, 1999

JOE FAUCHEUX BURKE & BLUE, P.A. POST OFFICE BOX 70 PANAMA CITY, FL 32402

SUBJECT: THE INVESTMENT GROUP, INC.

Ref. Number: W99000021244

We have received your document for THE INVESTMENT GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The new document submitted must provide the Registered Agents FLORIDA street address, the address listed is in Louisiana.

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) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 099A00050135

UNANIMOUS CONSENT RESOLUTION OF DIRECTORS (THE INVESTMENT GROUP, INC.)

The undersigned, being all of the Directors of THE INVESTMENT GROUP, INC., a Louisiana corporation, (the "Corporation"), hereby certify that below is a true copy of a resolution adopted by the board of directors of this Corporation effective April 16, 1999 by unanimous consent in lieu of a meeting.

"RESOLVED that the Corporation is authorized is in need of registering the Corporation as a Foreign Corporation in the State of Florida, and that the name of this Corporation is not one that is available for registration in the State of Florida, therefore the Corporation authorizes the registration of the name "The Investment Group of Lousiana, Inc." as a Foreign Corporation in the State of Florida; and

"RESOLVED that the President, Vice President, Secretary or Treasurer of the Corporation be and they are hereby authorized to execute any and all documents as may be necessary on behalf of the Corporation to register the name "The Investment Group of Lousiana, Inc." as a Foreign Corporation in the State of Florida.

The foregoing resolution is in conformity with the Articles of Incorporation and the By-Laws of the Corporation.

This resolution shall be in full force and effect and binding upon the Corporation until it shall have been rescinded by resolution of the Board of Directors of the Corporation under seal and delivered to the Lender.

IN WITNESS WHEREOF, I have hereunto subscribed my signature to this certificate and affixed the seal of the Corporation effective the date mentioned above.

Robert M. Thompson, Sr. Director

Terry P. Braud, Director

Robert M. Thompson, Jr., Director

Thompson, Director

Thomas W. Thompson

Director

(CORPORATE SEAL)

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.

- THE INVESTMENT GROUP, INC. (Name of corporation; just include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in lanuage 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)
- LOUISIANA 3.72-1119842 (State Incorporated in) (FEI Number)

- FEBRUARY 1, 1988
 (Date of Incorporation)
- 5. Perpetual (Duration: Year corp. will sease to exist or "perpetual")
- ARPIL 16, 1999 _ (Date of first transaction in Florida)
- 7. P.O. Box 3800, Houma, LA 70361 (Current mailing Address)
- 8. Faimly Holding Company

(Purpose corp authorized in home State)

9. Name and Street Address of Florida Registered Agent: (Street addresses only, P.O. Box or Mail Drop Box NOT acceptable)

NAME: Rob Blue, Jr.

OFFICE ADDRESS: 221 McKenzie Avenue

Panama City, FL 32401

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 of my duties, and I am familiar with and accept the

obligations of my position as registered agent.

(Registered Agent 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 addresses only, no P.O. boxes):
- A. DIRECTORS (Street address only)

Chairman: Robert M. Thompson, Sr.

315 Barrow Street, Houma, Louisiana 70360

and the second s

Address:

Address:

Vice Chairman: N/A

Director: ROBERT M. THOMPSON, SR.

Address: 315 Barrow Street, Houma, Louisiana 70360

Director: ROBERT M. THOMPSON, JR.

Address: 315 Barrow Street, Houma, Lousiana 70360

Director: THOMAS W. THOMPSON

Address: 315 Barrow Street, Houma, Lousiana 70360

Director: TERRY P. BRAUD, JR.

Address: 315 Barrow Street, Houma, Louisiana 70360

Director: TIMOTHY J. THOMPSON

Address: 315 Barrow Street, Houma, Louisana 70360

B. OFFICERS (Street Addresses only - P.O. Box NOT Acceptable)

President: THOMAS W. THOMPSON

Address: 315 Barrow Street, Houma, Louisiana 70360

Vice Presid	ent: N/A	
Address:		i die Marie i e
Secretary:	JOANN C. THOMPSON	
Address:	315 Barrow Street, Houma, Louisiana 70360	. 4.
Treasurer:	TERRY P. BRAUD, JR.	
Address:	315 Barrow Street, Houma, Louisiana 70360	Carterine to a
NOTE: If neo	cessary, you may attach an addendum to the application ities of ficers and/or directors.	
13. Signatur	e of Chairman, Vice Chairman, or any officer listed in	
14	number 12 of application) ROBERT M. THOMPSON. SR CHAIRMAN d or printed name and capacity of person signing application	

AFFIDAVIT

STATE OF FLORIDA COUNTY OF BAY

BEFORE ME this day personally appeared Rob Blue, Jr., Attorney for The Investment Group, Inc., who, upon oath deposes and says:

- 1. My name is Rob Blue, Jr., and I the attorney for The Investment Group, Inc., a noursiana corporation.
- 2. That The Investment Group, Inc., a Louisiana corporation was involved in their first Florida transaction on or about April 16, 1999, as a Lender only.

FURTHER AFFIANT SAITH NOT.

AFFIANT

Rob Blue, Jr.

STATE OF FLORIDA COUNTY OF BAY

SWORN TO AND SUBSCRIBED before me by Rob Blue, Jr. this day of September, 1999, who is personally known to me.

DIANA JO FAUCHEUX
MY COMMISSION # CC 679960
EXPIRES: October 20, 2001

Diana Jo Fauchen

Fox McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

THE INVESTMENT GROUP, INC.

A LOUISIANA corporation domiciled at HOUMA,

Filed charter and qualified to do business in this State on February 01, 1988,

I further certify that the records of this Office indicate the corporation has paid all fees due the Secretary of State, and so far as the Office of the Secretary of State is concerned is in good standing and is authorized to do business in this State.

I further certify that this Certificate is not intended to reflect the financial condition of this corporation since this information is not available from the records of this Office.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

July 12, 1999

CLO

Secretary of State

