

F97000006224

CAPITAL CONNECTION, INC
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

AAC Funding II, Inc.

700002354937--4
-11/24/97-01003-006
*****70.00 *****70.00

w97-26394

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Name Reservation _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
RECEIVED
11/25

97 NOV 24 PM 9:30
30 NOV 24 AM 9:08

File First

Signature _____

Requested by: Cher 11-24 830

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 24, 1997

CAPITAL CONNECTION, INC.
ATTN: CHER

SUBJECT: AAC FUNDING II, INC.
Ref. Number: W97000026394

We have received your document for AAC FUNDING II, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 397A00056056

Corrected

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. AAC Funding II, 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. 94-3211924
(FEI number, if applicable)
- 4. September 1, 1994
(Date of Incorporation)
- 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
- 6. November 24, 1997
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
- 7. 615 Front Street
San Francisco, CA 94111
(Current mailing address)
- 8. To serve as general partner of real estate partnership
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 PM 4:31

9. Name and street address of Florida registered agent:

Name: Capital Connection, Inc.

Office Address: 417 E. Virginia Street, Suite 1
Tallahassee, Florida, 32301
(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.

Chris Lynn Boucher
(Registered agent's signature)
Client Representative for Capital Connection

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: James D. Klingbeil
Address: 615 Front Street
San Francisco, CA 94111

Vice Chairman:
Address:

Director: Richard J. Dishnica
Address: 615 Front Street
San Francisco, CA 94111

Director: George R. Nickerson
Address: 615 Front Street
San Francisco, CA 94111

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 PM 4:31

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

President: James D. Klingbeil
Address: 615 Front Street
San Francisco, CA 94111

Vice President: Richard J. Dishnica
Address: 615 Front Street
San Francisco, CA 94111

Secretary: George R. Nickerson
Address: 615 Front Street
San Francisco, CA 94111

Treasurer: Gary Kendrick
Address: 501 Darby Creek Road
Lexington, KY 40509

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. George R. Nickerson, Vice President
(Typed or printed name and capacity of person signing application)

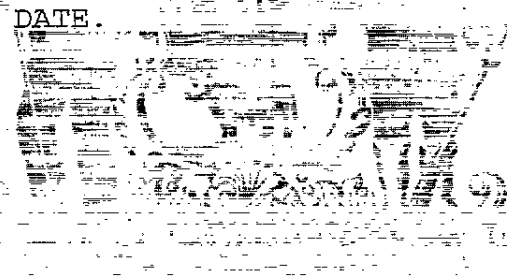
State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AAC FUNDING II, 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 24 PM 4:31



Edward J. Freel

Edward J. Freel, Secretary of State

2429136 8300

971393287

AUTHENTICATION:

8763809

DATE:

11-18-97