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Form **BCA-13.15**

APPLICATION FOR
AUTHORITY TO
TRANSACTION BUSINESS
IN ILLINOIS

6318-1218

SUBMIT IN DUPLICATE!

(Rev. Jan. 2003)

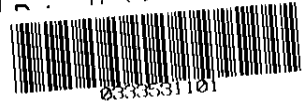
Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
www.cyberdriveillinois.com

This space for use by Secretary of State

FILED

NOV 25 2003

JESSE WHITE
SECRETARY OF STATE



Doc#: 0333531101
Eugene "Gene" Moore Fee: \$30.00
Cook County Recorder of Deeds
Date: 12/01/2003 11:11 AM Pg: 1 of 4

1. (a) CORPORATE NAME: Sunset Financial Resources, Inc. ✓

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Maryland ✓
(b) Date of Incorporation: 10/06/2003 ✓
(c) Period of Duration: perpetual

3. (a) Address of the principal office, wherever located: 4231 Walnut Bend, Suite 1-A
Jacksonville, Florida 32257
(b) Address of principal office in Illinois: none ✓
(If none, so state)

4. Name and address of the registered agent and registered office in Illinois.
Registered Agent: CT Corporation System
Registered Office: 208 South LaSalle Street
Chicago
60604
Cook
Illinois
(A P.O. Box alone is not acceptable.)

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
Florida, Georgia, Maryland, South Dakota, West Virginia ✓

6. Name and addresses of officers and directors: ✓

Name	No. & Street	City	State	ZIP
President (see attached list)				
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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C-171.14

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7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

SEE ATTACHED

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$.001	100,000,000 shares authorized	1,999,400 shares issued
Preferred		\$.001	50,000,000 shares authorized	no shares issued

(If more, attach list)

9. Paid-in Capital: \$ 150,000.00
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

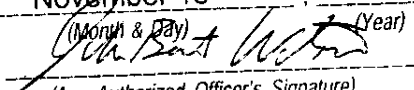
10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 1,500,000,000.00
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 25,000,000.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,500,000,000.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 25,000,000.00

11. Interrogatories: (Important - this section must be completed.) No

- (a) Is the corporation transacting business in this state at this time?
 (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated November 18, 2003
(Month & Day) (Year)

(Any Authorized Officer's Signature)
John Bert Watson, President
(Print Name and Title)

Sunset Financial Resources, Inc.
(Exact Name of Corporation)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fees due upon qualification is \$100. Any additional fees will be billed.

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UNOFFICIAL COPY**SUNSET FINANCIAL RESOURCES, INC.****Directors**

<u>Name</u>	<u>Address</u>
Rodney E. Bennett	4231 Walnut Bend Jacksonville, FL 32257
Hugh H. Jones, Jr.	4231 Walnut Bend Jacksonville, FL 32257
Michael L. Heup	4231 Walnut Bend Jacksonville, FL 32257
Thomas G. Manuel	4231 Walnut Bend Jacksonville, FL 32257
George A. Murray	4231 Walnut Bend Jacksonville, FL 32257
Alan L. Speck	4231 Walnut Bend Jacksonville, FL 32257
John Bert Watson	4231 Walnut Bend Jacksonville, FL 32257

Officers

<u>Name</u>	<u>Offices</u>	<u>Address</u>
John Bert Watson	President, Chief Executive Officer	4231 Walnut Bend Jacksonville, FL 32257
Alan L. Speck	Chief Financial Officer, Treasurer	4231 Walnut Bend Jacksonville, FL 32257
Thomas G. Manuel	Chief Operating Officer, Secretary	4231 Walnut Bend Jacksonville, FL 32257
Jeffrey S. Betros	Executive Vice President – Operations	4231 Walnut Bend Jacksonville, FL 32257

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Purpose:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Laws of Maryland and as permitted under the Illinois Business Corporation ^{Act} of 1983.

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