



# F01000003146

ACCOUNT NO. : 072100000032

REFERENCE : 181654 4800258

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED  
01 JUN 13 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 11, 2001

ORDER TIME : 12:09 PM

ORDER NO. : 181654-010

CUSTOMER NO: 4800258

CUSTOMER: Adele R. Wailand, Esq  
Case, Pomeroy & Company, Inc.  
529 Fifth Avenue  
Suite 1600  
New York, NY 10017

BK

2001 JUN 13 PM 2:16  
TO ROAD, ALBGE  
SUFFICIENCY OF FILING  
RECEIVED  
DEPT. OF STATE  
DIVISION OF CORPORATIONS

## FOREIGN FILINGS

NAME: CORMORANT HOLDINGS INC.

9

XXXX QUALIFICATION (TYPE: CO)

800004418418--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: \_\_\_\_\_

**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. Cormorant Holdings 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. Pending

(FBI number, if applicable)

4. June 11, 2001

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon or after date of qualification.

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. C/O Case Pomeroy Properties

(Principal office address)

1400 Marsh Landing Parkway, Suite 109

Jacksonville Beach, Florida 32250

(Current mailing address)

Real estate activities and other activities permitted under the laws  
of the States of Delaware and Florida.

8. \_\_\_\_\_

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(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.*

Corporation Service Company

Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper

Asst. Secretary

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.

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SECRETARY OF STATE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached officers/directors rider

Address: \_\_\_\_\_

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. 

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

14. Felix M. Lista, Treasurer

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

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**Cormorant Holdings Inc.**

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TALLAHASSEE, FLORIDA

**Directors**

Felix M. Lista  
Douglas W. McNeill  
Adele R. Wailand

C/O Case Pomeroy Properties  
1400 Marsh Landing Parkway, Suite 109  
Jacksonville Beach, Florida 32250

**Officers**

President - Douglas W. McNeill  
Vice President - Gilbert G. Cubbage  
Secretary - Adele R. Wailand  
Treasurer - Felix M. Lista  
Assistant Treasurer - Richard H. Blaker  
Assistant Secretary - Sharon A. Lynn

C/O Case Pomeroy Properties  
1400 Marsh Landing Parkway, Suite 109  
Jacksonville Beach, Florida 32250

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CORMORANT HOLDINGS 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 TWELFTH DAY OF JUNE, A.D. 2001..

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CORMORANT HOLDINGS INC." WAS INCORPORATED ON THE ELEVENTH DAY OF JUNE, A.D. 2001.

FILED  
JUN 03 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3402366 8300

AUTHENTICATION: 1184330

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DATE: 06-12-01