



F0100000 3458

ACCOUNT NO. : 072100000032
 REFERENCE : 201578 7265233
 AUTHORIZATION : *Patricia Pizito*
 COST LIMIT : \$ 70.00

FILED
 01 JUN 29 PM 1:24
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ORDER DATE : June 27, 2001
 ORDER TIME : 10:14 AM
 ORDER NO. : 201578-010
 CUSTOMER NO: 7265233

CUSTOMER: Lisa Macdonald, Esq
 American Home Partners, Inc.
 20 Realty Drive
 Cheshire, CT 06410

800004451558--5

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS

2001 JUN 29 AM 10:33

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FOREIGN FILINGS

RLA RECOVERY CORP.

EX

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- _____ CERTIFIED COPY
- XX _____ PLAIN STAMPED COPY
- _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

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

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- 1. RLA Recovery Corp. (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. 061619991 (FEI number, if applicable)
4. May 07, 2001 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. Upon 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.) c/o Lisa K. MacDonald, 20 Realty Drive
7. Cheshire, CT 06410 (Principal office address) 20 Realty Drive, Cheshire, CT 06410 (Current mailing address) To engage in the business of asset recovery and to liquidate non-essential assets. To engage in any act or activity for which corporations may be organized.
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

By: Dolores Burton (Registered agent's signature)

Dolores Burton Assistant Vice President

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 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: _____

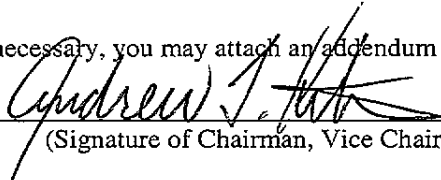
Secretary: _____

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. Andrew T. Kitson, President

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

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TALLAHASSEE, FLORIDA

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

RLA Recovery Corp.

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TALLAHASSEE, FLORIDA

List of Officers

Name: Andrew T. Kitson **Title:** President
Bus. Addr.: c/o RLA Recovery Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Lisa K. MacDonald **Title:** Secretary
Bus. Addr.: c/o RLA Recovery Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Roger J. Krystopa **Title:** Treasurer
Bus. Addr.: c/o RLA Recovery Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Alan G. Brown **Title:** Vice President
Bus. Addr.: c/o RLA Recovery Corp. 20 REalty Drive, Cheshire, CT 06410

List of Directors

Name: Gregory J. Hendel **Term:** May 07, 2003
Bus. Addr.: c/o RLA Recovery Corp. 20 Realty Drive, Cheshire, CT 06410

Name: Andrew T. Kitson **Term:** May 07, 2003
Bus. Addr.: c/o RLA Recovery Corp. 20 Realty Drive, Cheshire, CT 06410

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 "RLA RECOVERY CORP." 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 TWENTY-SEVENTH DAY OF JUNE, A.D. 2001.

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

FILED
01 JUN 29 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3388817 8300

AUTHENTICATION: 1213890

010309222

DATE: 06-27-01