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Division of Corporations

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Florida Department of State
Division of Corporations
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Account Name : C T CORPORATION SYSTEM
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FOREIGN PROFIT QUALIFICATION

St. John's Common Owner Corp

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DIVISION OF CORPORATIONS

APPROVED
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03 OCT -1 AM 11:21
DIVISION OF CORPORATIONS

B20

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. St. John's Common Owner 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 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 19, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will come 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.)
7. c/o AMACAR Group, L.L.C., 6325 Morrison Blvd., Suite 318, Charlotte, NC 28211, Attn: Doug Johnson
(Principal office address)
c/o AMACAR Group, L.L.C., 6325 Morrison Blvd., Suite 318, Charlotte, NC 28211, Attn: Doug Johnson
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under the GCL.
(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: CT Corporation System
Office Address: 1200 South Pine Island Road,
Plantation, , Florida 33324
(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.
CT Corporation System
CONNIE BRYAN
By: Connie Bryan SPECIAL ASSISTANT SECRETARY
(Registered agent's 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.

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

A. DIRECTORS

Chairman: David RussellAddress: Credit Suisse First BostonEleven Madison Avenue, New York, NY 10010

Vice Chairman: _____

Address: _____

Director: Michael StrussAddress: Oracle Investment Advisors, LLC10 Garsco Trail, Harrison, New York 10528Director: Andrew AlonAddress: Oracle Investment Advisors, LLC10 Garsco Trail, Harrison, New York 10528

B. OFFICERS

President: David RussellAddress: Credit Suisse First BostonEleven Madison Avenue, New York, NY 10010

Vice President: _____

Address: _____

Secretary: Matthew KellyAddress: Credit Suisse First Boston, Eleven Madison Avenue, New York, NY 10010

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. David M. Russell, President

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

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APPROVED
AND
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ST. JOHN'S COMMON OWNER 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-THIRD DAY OF SEPTEMBER, A.D. 2003.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2646504

DATE: 09-23-03