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C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, Florida 32301

City State Zip Phone  
904-222-1092

CORPORATION(S) NAME

000001576150  
-09/01/95--01010--022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

REFC Investor Four, Inc

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
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### APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1509, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. REFC Investor Four, 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. 13-3847759  
(FEI number, if applicable)
4. August 23, 1995  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. August 23, 1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 140 Broadway  
New York, NY 10005  
(Current mailing address)
8. Owner of Mortgages and other Investments  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: CT CORPORATION SYSTEM

Office Address: c/o CT Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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

Lennie B...  
(Registered agent's signature) (Officer)

SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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:

A. DIRECTORS

Chairman: James W. Roiter  
140 Broadway  
New York, NY 10005

DIRECTOR  
Vice Chairman: Donald J. MacKinnon  
140 Broadway  
New York, NY 10005

Director: Charles L. Garratt  
140 Broadway  
New York, NY 10005

Director: N. Anta LaRocca  
140 Broadway  
New York, NY 10005

B. OFFICERS

President: James W. Roiter  
140 Broadway  
New York, NY 10005

Vice President: Donald J. MacKinnon  
140 Broadway  
New York, NY 10005

Secretary: Thomas E. Siegler  
140 Broadway  
New York, NY 10005

Treasurer: NONE

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

\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Ch. L. Garrett*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charlon L. Garrett, Vice President  
(Typed or printed name and capacity of person signing application)

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State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REFG INVESTOR FOUR, 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 THIRTY-FIRST DAY OF AUGUST, A.D. 1995.

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

RECEIVED  
AUG 31 1995



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7627201

DATE

08-31-95