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ACCOUNT NO. : 072100000032 REFERENCE : 247300 4322953 AUTHORIZATION : COST LIMIT : \$ 70.00 ORDER DATE: February 4, 1997 ORDER TIME : 9:50 AM ORDER NO. : 247300-005 700002078737--3 CUSTOMER NO: 4322953 CUSTOMER: Jacqueline Bollen, Legal Asst Rubin & Rudman 50 Rowes Wharf Boston, MA 02110 FOREIGN FILINGS NAME: THE SHEA GROUP, LLC XXXX QUALIFICATION (TYPE: LL)

DIVISION OF CORPORATION 97 FEB -5 AMII: 18 PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING Availability Document Examiner CONTACT PERSON: Richard W Whittaker Updater Update Verlfyer

> Acknowledgeman W. P. Verifyer

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AU-THORIZATION TO TRANSACT BUSINESS IN FLORIDA

			J. C.	;;; ;;;
IN COMPLIANCE WITH SECTION 6 SUBMITTED TO REGISTER A FORE IN THE STATE OF FLORIDA:	608.503, FLORIDA S EIGN LIMITED LIABII	STATUTES, THE FOLLOWING IS LITY COMPANY TO TRANSACT B	PH 2:5	COBDODATIONS
(Name of foreign limited liability comp	any must end with the	Florida as The Shea Group, words "limited company" or their abbre te: L.L.C. is not an acceptable suffix in	eviation	
Massachusetts (Jurisdiction under the law of which for company is organized)	orelgn limited liability	3. applied for (FEI number, if applicable)	-	
4. February 3, 1997 (Date of Organization)	(Duration:	tual Year limited (lability company will cease patual*)	to exist	
6. Upon filing				
(Date first transacted business in	Florida. (See sections 603.)	01, 608,502, and 817,155, F.S.)		
7. 40 Grove Street, Suite	320			
Wellesley, MA 02181 (Stroot	address of principal of	ice)		
List and indicate in title space p member (MGRM) or manager (M (attach additional page if necessary)			managing	
NAME AND ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:	
Carolyn D. Shea	MGRM	Thomas F. Shea	MGRM	_
40 Grove Street, Suite 3	20	21 Westerly Street, #8		
Wellesley, MA 02181		Wellesley, MA 02181		
			1	
			,	

Filing Fee: \$ 52.50 for Application

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned member or authorized representative of a member of				
	The Shea Group, LLC, doing business in deposes and says: Florida as The Shea Group, LC			
1)	the above named limited liability company has at least two members			
2)	the total amount of cash contributed by the member(s) is \$1,000_00			
3)	if any, the agreed value of property other than cash contributed by member(s) is \$ A description of the property is attached and made a part hereto.			
4)	the total amount of cash or property anticipated to be contributed by member(s) is \$ 1,000.00			

Signature of a member of authorized representative of a member (in accordance with section 608.40813), Fiorida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that that facts stated backs are true.)

Filing Fee: \$ 62.50 for Affidavit

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

SECRETARY DIVISION OF CORFE 97 FEB ~5 P解

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE SEP FLORIDA.

1.	The name of the limited liability company is:
_	The Shea Group, LLC, doing business in Florida as The Shea Group, LC
2.	The name and address of the registered agent and office is:
	The Prentice-Hall Corporation System, Inc.
	(Name)
	1201 Hays Street, Suite 105
	(P.O. Box or Mail Drop Box NOT ACCEPTABLE)
	Tallahassee, Florida 32301
	(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

The Prentice-Hall Corporation System, Inc.

By: Helen a. falvy as tsecy (Signature)

February 4, 1997

Filing Fee: \$ 35 for Designation of Registered Agent

THE SHEA GROUP, LLC

Unanimous Written Consent of Members

February <u>3</u>, 1997

The undersigned, being all of the Members of THE SHEA GROUP LLC, a Massachusetts liability company, do hereby give this unanimous written consent and do hereby take the following actions and adopt the following votes and direct the Clerk to file this written consent with the records of the meetings of the Members of this company:

VOTED:

That The Shea Group, LLC, a
Massachusetts limited liability company,
be, and it hereby is, authorized to file
an Application for Authorization to
Transact Business with the Department of
State for the State of Florida under the
assumed name of The Shea Group, LC.

Carolyn D. Shea

Thomas F. Shea



Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02183

February 3, 1997

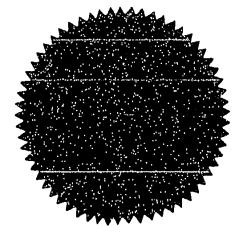
TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

THE SHEA GROUP, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on February 3, 1997.

I further certify that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Gallein

Secretary of the Commonwealth