F95000002302

csc networks
PRENTICE HALL LEGAL & FINANCIAL SERVICES

RECEIVED
95 MAY -2 AM 10:12
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 589650 86901D

AUTHORIZATION :

COST LIMIT : $ PPD

W95-9218

ORDER DATE : May 2, 1995

ORDER TIME : 9:38 AM

400001470664
-05/02/95--01078--003
****122.50 ****122.50

ORDER NO. : 589650

CUSTOMER NO: 86901D

CUSTOMER: Ms. Teri Goldblum
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

Call Today

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:52

FOREIGN FILINGS

NAME: BRANDON TRIPP, INC.

XX PROFIT
___ NON-PROFIT

XX CORPORATE
___ LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
___ PLAIN STAMPED COPY
___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

FAX 212-807-9005
Attn: Teri G.

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1995 — use file date

CSC

SUBJECT: BRANDON TRIPP, INC.
Ref. Number: W95000009218

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:52

resubmit

We have received your document for BRANDON TRIPP, INC. and your check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's date of incorporation/organization must be listed in the document.

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 695A00020[illegible]

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95 MAY 10 PM 1:31
DIVISION OF CORPORATION

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

CR2E042

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. Brandon Tripp, 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. applied for
(FEI number, if applicable)

4. April 24, 1995
(Date of incorporation)

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

6. June 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.1505, F.S.)

7. 701 Commerce Street

Dallas, Texas 75202
(Current mailing address)

8. Real estate, investment and all other legal matters
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:52

9. **Name and street address of Florida registered agent:**

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301
(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.

The Prentice-Hall Corporation System, Inc.

By: Vicki Schreiber Asst. V.P.
(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

_____

Vice Chairman: _____

Address: _____

_____

Director: Richard Stober

Address: 3400 Jean Talon West, Suite 300

Montreal, Quebec H3R 2E8 Canada

Director: _____

Address: _____

_____

B. OFFICERS

President: Honey Siegal

Address: 3400 Jean Talon West, Suite 300

Montreal, Quebec H3R 2E8 Canada

Vice President: _____

Address: _____

_____

Secretary: Richard Stober

Address: 3400 Jean Talon West, Suite 300

Montreal, Quebec H3R 2E8 Canada

Treasurer: _____

Address: _____

_____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:52

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

13. _____ Secretary

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

14. Richard Stober

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

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRANDON TRIPP, 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 TWENTY-FOURTH DAY OF APRIL, A.D. 1995.

GREAT SEAL OF THE STATE OF DELAWARE
LIBERTY AND INDEPENDENCE
1793 • 1847 • 1907

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:53

Edward J. Freel, Secretary of State

2500736 8300

950090055

AUTHENTICATION: 7483125

DATE: 04-24-95

1201 Hays Street
Tallahassee, FL 32301
904-222-9171
90[illegible]-0393 FAX

800-342-8086

F95000002302

CSC networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 718963 86901D

AUTHORIZATION : Patricia Pyatt

COST LIMIT : $ 35.00

ORDER DATE : October 27, 1995

ORDER TIME : 12:17 PM

ORDER NO. : 718963

CUSTOMER NO: 86901D

500001622455

CUSTOMER: Mr. Elvis Bonilla
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

CHANGE OF AGENT

FILED
95 OCT 27 PM 3:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NAME: BRANDON TRIPP INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Debbie Skipper

RECEIVED
95 OCT 27 PM 1:14
DIVISION OF CORPORATION

10/27
Thx
RE Change

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Brandon Tripp Inc.

1b. Date of incorporation May 2, 1995 Document number F95000002302

2. The name and address of the current registered agent and office:

The Prentice-Hall Corporation System, Inc.

1201 Hays Street, Suite 105, Tallahassee, Florida [redacted]

95 OCT 27 PM 3:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

David Rayburn

3010 West G andy Blvd., Suite 15, Tampa, Florida 33611-2811

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Secretary
SIGNATURE

Aug. 1, 95
DATE

Richard Stober, Secretary
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE By: [signature] (Registered Agent)

DATE 8/11/95

CR2E045 (7-91)

FILING FEE: $35.00