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April 13, 2000

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*****78.75 *****78.75

W-10556

Enclosed please find the form Transmittal Letter, along with our check made payable to "Florida Department of State" in the amount of \$78.75 which covers the filing fee and Certified Copy, Certified Copy of Articles of Incorporation in the Commonwealth of Pennsylvania, and Application By Foreign Corporation for Authorization to Transact Business in Florida.

Yours very truly,

Judith L. White
Legal Assistant

cc: W. Gregg Baldwin
Robert W. Frisch
David G. Pavlik

FILED
00 MAY 16 AM 8:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AN AFFILIATE OF THE ARMSTRONG GROUP OF COMPANIES

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 21, 2000

JUDITH L. WHITE, LEGAL ASSISTANT
THE GUSTINE COMPANY
2100 WHARTON STREET, SUITE 700
PITTSBURGH, PA 15203

SUBJECT: GUSTINE TAMPA, INC.
Ref. Number: W00000010556

We have received your document for GUSTINE TAMPA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide street addresses for all of the officers and directors listed on your attachment. Please note that we are returning your certified copy, as it is not the same as the certificate we require.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning your certified copy, as it is not the same as the certificate we require.

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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 700A00022064

GUSTINE

The Gustine Company

Birmingham Towers
2100 Wharton Street, Suite 700
Pittsburgh, Pennsylvania 15203
412-381-1122
(FAX) 412-381-1123

April 28, 2000

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314
Attn: Lee Rivers, Document Specialist

**RE: APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA
GUSTINE TAMPA, INC.**

Dear Mr. Rivers:

I am returning the above-referenced Application along with the Good Standing Certificate which you requested.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Judith L. White

Judith L. White
Legal Assistant

jlw
Enclosures

cc: Robert H. Gustine, Esq.
David G. Pavlik
W. Gregg Baldwin

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TALLAHASSEE FLORIDA

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. Gustine Tampa, 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. Pennsylvania
(State or country under the law of which it is incorporated)
3. 25-1820654
(FEI number, if applicable)
4. October 1, 1998
(Date of incorporation)
5. perpetuity
(Duration: Year corp. will cease to exist or "perpetual")
6. 3/28/2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2100 Wharton Street, Suite 700, Pittsburgh, PA 15203
(Current mailing address)

8. real estate development
(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
(Zip code)

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TALLAHASSEE FLORIDA

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: Jacqueline N. Casper Jacqueline N. Casper, Asst. Vice President
(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: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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. _____

Robert H. Gustine, Esquire - General Counsel

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

OFFICERS/DIRECTORS RIDER

DIRECTORS:

W. Gregg Baldwin
307 Timber Court
Pittsburgh, PA 15238

Robert H. Gustine
1130 Greentree Road
Pittsburgh, PA 15220

Frank W. Gustine, Jr.
70 Hoodridge Drive
Pittsburgh, PA 15228

Elizabeth Hannisick
1124 Woodhill Drive
Gibsonia, PA 15044

OFFICERS:

Frank W. Gustine, Jr.
W. Gregg Baldwin
Robert H. Gustine
Elizabeth H. Hannisick

Chief Executive Officer
President and Treasurer
General Counsel and Secretary
Assistant Secretary

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TALLAHASSEE FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

APRIL 27, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

GUSTINE TAMPA, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Ditzgen

Secretary of the Commonwealth

DPOS

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00 MAY 16 AM 8:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA