

CT CORPORATION SYSTEM

F010000002108

CORPORATION(S) NAME

Star Holding Inc.

0

FILED
01 APR 19 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal
☐ Reinstatement

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ UCC

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

2/15/01

Order#: 3490605

Availability

Document

Examiner

Updater

Verifier

W.P. Verifier

Ref#:

Amount: \$

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 15, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: STAR HOLDING INC.
Ref. Number: W01000003642

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We have received your document for STAR HOLDING INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.,

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6914.

To: Buck Kohr
Corporate Specialist

Letter Number: 401A00009675

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 APR 19 AM 11:18
NOT RECORDED
TACKLED
SUPERVISOR OF FILING

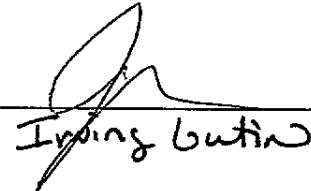
Buck
DBA attached!
TKS
Carol

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned director, do hereby certify that this Resolution of the Board of Directors of Star Holding Inc. corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on April 2, 2001.

Resolved, that Star Holding, Inc. organized and existing in the State of Delaware hereby adopts the name (DE) Star Holding Inc. for use in Florida.

Dated: April 2, 2001


_____, Director

**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*

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1. Star Holding 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 3. 58-2526139
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 16, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing.
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Tax Department, P.O. Box 3038, Boca Raton, FL 33431-0938

(Current mailing address)
8. Holding company.
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(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 list of directors.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached list of officers.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Bernard J. Doherty
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bernard J. Doherty, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

STAR HOLDING INC.

Directors and Officers

<u>Name:</u>	<u>Title:</u>	<u>Business Address:</u>
Stephen B. McDonough	President	One Tyco Park Exeter, NH 03833
Mark A. Belnick	Vice President	9 West 57 th Street, 43 rd Floor New York, NY 10019
Mark D. Foley	Vice President	One Town Center Road Boca Raton, FL 33486
Scott Stevenson	Vice President & Assistant Treasurer	One Town Center Road Boca Raton, FL 33486
Michael A. Robinson	Treasurer	712 Fifth Avenue New York, NY 10019
Bernard J. Doherty	Vice President & Secretary	One Tyco Park Exeter, NH 03833

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Stephen B. McDonough Director

One Tyco Park
Exeter, NH 03833

Mark H. Swartz

Director

One Tyco Park
Exeter, NH 03833

Irving Gutin

Director

One Tyco Park
Exeter, NH 03833

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STAR HOLDING 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 TWELFTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2966804 8300

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AUTHENTICATION: 0968298

DATE: 02-12-01