



F01000002510

ACCOUNT NO. : 072100000032

REFERENCE : 139329 4303593

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

FILED
01 MAY -9 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 4, 2001

ORDER TIME : 10:38 AM

ORDER NO. : 139329-010

CUSTOMER NO: 4303593

CUSTOMER: Ms. Ann Marie Smeraglino
Levett Rockwood P.c.
33 Riverside Avenue
Westport, CT 06880

RECEIVED
01 MAY -9 AM 11:27
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: BRAKELEY, INC.

000004190890--6

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: *hkr*
JK

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

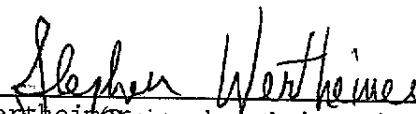
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

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TALLAHASSEE, FLORIDA

1. Brakeley 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. Connecticut 3. 06-1616109
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/7/01 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 1, 2001
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 86 Prospect Street, Stamford, Connecticut 06901
(Principal office address)
86 Prospect Street, Stamford, Connecticut 06901
(Current mailing address)
8. To provide fund raising and management consulting to non-profit institutions.
(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: Stephen Wertheimer
Office Address: 22759 El Dorado Drive
Boca Raton, Florida 33433
(City) (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.



Stephen Wertheimer (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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE

B. OFFICERS

President: See attached officers/directors rider

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

14. George A. Brakeley, III President
(Typed or printed name and capacity of person signing application)

**RIDER TO:
APPLICATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA
BRAKELEY INC.**

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
George A. Brakeley, III	Director	86 Prospect Street Stamford, CT 06901
Henry E. Bessire	Director	86 Prospect Street Stamford, CT 06901
Barry T. O'Hare	Director	4212 Whitacre Road Fairfax, VA 22032
John G. Kelly	Director	Paramount House, 162-170 Wardour Street London, W1V 4AB

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TALLAHASSEE, FLORIDA

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
George A. Brakeley, III	President	86 Prospect Street Stamford, CT 06901
Henry E. Bessire	Managing Director	86 Prospect Street Stamford, CT 06901
Barry T. O'Hare	Managing Director	4212 Whitacre Road Fairfax, VA 22032
Mary F. Mattoni	Secretary	86 Prospect Street Stamford, CT 06901

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

BRAKELEY INC.

a STOCK corporation under the Connecticut General Statutes was filed
in this office on March 7, 2001.

Insofar as the records of this office reveal, the corporation is in
existence.



Secretary of the State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date Issued: May 7, 2001