

# FD 0000004963

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** PCM Holdings, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

200004598632--8  
-09/19/01--01062--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lisa K. Gallagher  
(Name of Person)  
Private Capital Management, L.P.  
(Firm/Company)  
8889 Pelican Bay Boulevard, Ste. 500  
(Address)  
Naples/Florida / 34108-7512  
(City/State and Zip code)

For further information concerning this matter, please call:

Lisa K. Gallagher at (941) 254-2527  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FLORIDA

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**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. PCM Holdings, 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. Maryland 3. 52-2324948  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. MAY 25, 2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(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. 100 Light Street, Baltimore, Maryland 21202.  
(Principal office address)  
100 Light Street, Baltimore, Maryland 21202  
(Current mailing address)
8. To engage in any lawful act or activities permitted by a corporation.  
(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: Lisa K. Gallagher  
Office Address: 8889 Pelican Bay Blvd., Ste. 500  
Naples, Florida 34108-7512  
(City) (Zip code)

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**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.*

Lisa K. Gallagher  
(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: Peter Bain

Address: 100 Light Street  
Baltimore, Maryland 21202

Vice Chairman:                     

Address:                     

Director: Raymond Mason

Address: 100 Light Street  
Baltimore, Maryland 21202

Director: Timothy Scheve

Address: 100 Light Street  
Baltimore, Maryland 21202

B. OFFICERS

President: Gress Powers

Address: 8889 Pelican Bay Blvd, Ste 500  
Naples, Florida 34108-7512

Vice President: Lisa K. Gallagher

Address: 8889 Pelican Bay Blvd, Ste 500  
Naples, Florida 34108-7512

Secretary: David G. Soyce

Address: 8889 Pelican Bay Blvd, Ste 500

Treasurer: (same) Naples, Florida 34108-7512

Address: → David G. Soyce

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

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

14. V.P. and General Counsel  
(Typed or printed name and capacity of person signing application)

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**STATE OF MARYLAND**  
**Department of Assessments and Taxation**

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT PCM HOLDINGS, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS SEPTEMBER 06, 2001.

*Paul B. Anderson*

Paul B. Anderson  
Charter Division

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