

CT CORPORATION SYSTEM

FOI000005312

CORPORATION(S) NAME

Banc of America Strategic Solutions, Inc.

0

FILED  
01 SEP -6 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500004572585--S  
-09/06/01--01064--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign qualification	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

9/6/01

Order#: 4748728

BK

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

RECEIVED  
01 SEP -6 AM 11:08  
DIVISION OF CORPORATION

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

A CCH LEGAL INFORMATION SERVICES COMPANY



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 6, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: BANK OF AMERICA STRATEGIC SOLUTIONS, INC.  
Ref. Number: W01000020759

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RECEIVED  
01 OCT 11 PM 2:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for BANK OF AMERICA STRATEGIC SOLUTIONS, 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.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Division of Banking, resubmit the document and approval letter to the Division of Corporations for filing.

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

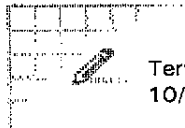
If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Corporate Specialist

*BAUCKOHR*

Letter Number: 701A00050335

*See next page for details, clearance has been obtained and forwarded to Dept. of State.*  
*Jenna*



Teryl Hawn  
10/11/2001 12:57 PM

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Laura Earnest@CCHLIS  
cc: CT Tallahassee Fulfillment, Julianna Peterson@CCHLIS

Subject: Banc of America Strategic Solutions, Inc. (DE) - ORDER #4748728 (Julie Peterson's)

Supplementing my voice mail message to you, Kathy Ryan in the Department of Banking informed me that approval (for name) was granted and notice of such was mailed to the Secretary of State on 9/17. The Application by Foreign Corporation for Authorization to Transact Business must be resubmitted to the Corporations Division as soon as possible.

Please email confirmation to me that the filing will be resubmitted today.

Thank You!

Teryl Hawn  
Chicago/Team 2



OFFICE OF THE COMPTROLLER  
DEPARTMENT OF BANKING AND FINANCE  
STATE OF FLORIDA  
TALLAHASSEE  
32399-0350

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 17, 2001

Howard L. Rosenberg, Esq.  
Mayer, Brown & Platt  
190 South La Salle Street  
Chicago, IL 60603-3441

Dear Mr. Rosenberg:

Re: "Banc of America Strategic Solutions, Inc."

Reference is made to your letter/fax dated September 14, requesting approval of the above-referenced corporate name which will be a subsidiary of Bank of America, N.A.

Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name, the Division of Banking will not object to the use of the above corporate name being registered to transact business in the state of Florida.

This approval is contingent upon Banc of America Strategic Solutions, Inc., being a subsidiary of Bank of America, N.A.

Sincerely,

Alex Hager  
Director

AH:kr

cc: Karon Beyer, Chief, Bureau of Corporate Records  
Division of Corporations, Secretary of State's Office

**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. Banc of America Strategic Solutions, 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. 52-1710675  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/19/1990 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 08/31/2001  
(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. 100 North Tryon Street, 20th Floor, Charlotte, NC 28255  
(Principal office address)
- same  
(Current mailing address)

To monitor and service distressed commercial loans.

8. \_\_\_\_\_  
(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  
(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.*

By: C T Corporation System James M. Halpin  
(Registered agent's signature) Assistant Secretary

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 ATTACHMENT

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: SEE ATTACHMENT

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

14. Mary J. Cahillane, Senior Vice President

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

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TALLAHASSEE, FLORIDA

Directors

Name

Amy W. Brinkley

Address

Bank of America  
Bank of America Corporate Center  
100 N. Tryon Street  
Mail Code: NC1-007-58-04  
Charlotte, North Carolina 28255-0001

Mary J. Cahillane

Bank of America  
Bank of America Corporate Center  
100 North Tryon Street  
Mail Code: NC1-007-25-04  
Charlotte, North Carolina 28255-0001

Alvaro G. DeMolina

Bank of America  
Bank of America Corporate Center  
100 North Tryon Street  
Mail Code: NC1-007-25-03  
Charlotte, North Carolina 28255-0001

Kris A. Gagnon

Bank of America  
231 S. La Salle Street  
Mail Code: IL1-231-09-28  
Chicago, Illinois 60604

J. Chandler Martin

Bank of America  
Bank of America Corporate Center  
100 North Tryon Street  
Mail Code: NC1-007-13-04  
Charlotte, North Carolina 28255-0001

William P. Midlemas

Bank of America  
Neptune Beach BC  
301 3<sup>rd</sup> Street  
Mail Code: FL8-415-01-02  
Neptune Beach, Florida 32266-5180

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Marc D. Oken

Bank of America  
Bank of America Corporate Center  
100 North Tryon Street  
Mail Code: NC1-007-57-04  
Charlotte, North Carolina 28255-0001

F. William Vandiver

Bank of America  
Bank of America Corporate Center  
100 North Tryon Street  
Charlotte, North Carolina 28255-0001

Rodney C. Woodard

One Independence Center  
101 North Tryon Street  
Mail Code: NC1-001-13-15  
Charlotte, North Carolina 28255-0001

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SECRETARY OF STATE



Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Amy W. Brinkley	President	Bank of America Bank of America Corporate Center 100 N. Tryon Street <u>Mail Code: NC1-007-58-04</u> Charlotte, North Carolina 28255-0001
Kris A. Gagnon	Managing Director	Bank of America 231 S. La Salle Street <u>Mail Code: IL1-231-09-28</u> Chicago, Illinois 60604
Rodney C. Woodard	Senior Vice President	Bank of America One Independence Center 101 North Tryon Street <u>Mail Code: NC1-001-13-15</u> Charlotte, North Carolina 28255-0001
Lucille E. Reymann	Senior Vice President	Bank of America Bank of America Corporate Center 100 North Tryon Street <u>Mail Code: NC1-007-20-01</u> Charlotte, North Carolina 28255-0001
Mary J. Cahillane	Senior Vice President	Bank of America Bank of America Corporate Center 100 North Tryon Street <u>Mail Code: NC1-007-25-04</u> Charlotte, North Carolina 28255-0001
Susan R. Faulkner	Chief Financial Officer	Bank of America Bank of America Corporate Center 100 North Tryon Street <u>Mail Code: NC1-007-25-03</u> Charlotte, North Carolina 28255-0001

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TALLAHASSEE, FLORIDA

Marlene A. Sharland Secretary

Bank of America  
555 California Street  
Mail Code: CA5-705-08-01  
San Francisco, California 94104-1503

L. Murchison Taylor Assistant Secretary

Bank of America  
Bank of America Corporate Center  
100 North Tryon Street  
Mail Code: NC1-007-20-01  
Charlotte, North Carolina 28255-0800

Gary S. Williams Tax Officer

Bank of America  
Transamerica Square  
401 North Tryon Street  
Mail Code: NC1-021-02-20  
Charlotte, North Carolina 28255

Brent C. Andersen Tax Officer

Bank of America  
Transamerica Square  
401 North Tryon Street  
Mail Code: NC1-021-02-20  
Charlotte, North Carolina 28255

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TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BANC OF AMERICA STRATEGIC SOLUTIONS, 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-SEVENTH DAY OF AUGUST, 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.



2244340 8300

010423685

*Harriet Smith Windsor*

*Harriet Smith Windsor, Secretary of State*

AUTHENTICATION: 1316076

DATE: 08-27-01

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SEP -6 PM 3:34  
SECRETARY OF STATE  
DELAWARE