

CT

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CORPORATION(S) NAME

1) MSPS Entrepreneurial IV, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA600005290506--8
-04/17/02--01060--012
*****70.00 *****70.00☒ Profit☐ Amendment☐ Merger☐ Nonprofit☒ Foreign☐ Dissolution/Withdrawal☐ Mark☐ Reinstatement☐ 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

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4/17/02

Order#: 5278546

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W.P. Verifier

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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. MSPS Entrepreneurial IV, 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

(State or country under the law of which it is incorporated)

3. Applied for

(FEI number, if applicable)

4. November 20, 2001

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o CMS Affiliated Partnerships, One Bala Plaza, Suite 412, Bala Cynwyd, PA 19004

(Current mailing address)

8. To act as the general partner of CMS Entrepreneurial IV Associates, L.P., a Delaware limited partnership

(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

Korri A. Behler
(Registered agent's signature)

KORRI A. BEHLER
Special 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 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

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

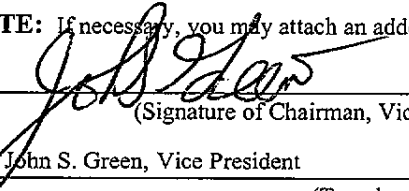
Secretary: _____

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. John S. Green, Vice President

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

DIRECTORS

Name

Address

Mark I. Solomon

c/o CMS Affiliated Partnerships
OneBala Plaza, Suite 412
Bala Cynwyd, PA 19004

Paul Silberberg

c/o CMS Affiliated Partnerships
OneBala Plaza, Suite 412
Bala Cynwyd, PA 19004

William A. Landman

c/o CMS Affiliated Partnerships
OneBala Plaza, Suite 412
Bala Cynwyd, PA 19004

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OFFICERS

<u>Name</u>	<u>Title</u>	<u>Address</u>
Mark I. Solomon	Chairman of the Board	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Paul Silberberg	President	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
William A. Landman	Vice President and Treasurer	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Richard A. Mitchell	Vice President and Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Ingrid R. Welch	Vice President and Assistant Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Joseph W. Lutes	Vice President and Assistant Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
John S. Green	Vice President and Assistant Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Jeffrey M. Rotter	Vice President and Assistant Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Eric Emrich	Vice President and Assistant Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004
Thomas F. D'Egidio	Vice President and Assistant Secretary	c/o CMS Affiliated Partnerships OneBala Plaza, Suite 412 Bala Cynwyd, PA 19004

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TALLAHASSEE, FLORIDA

Delaware

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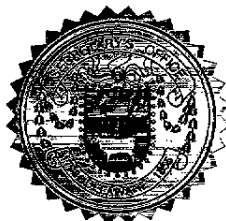
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MSPS ENTREPRENEURIAL IV, 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 SIXTEENTH DAY OF APRIL, A.D. 2002.

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1724158

DATE: 04-16-02