

FO2000005667

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

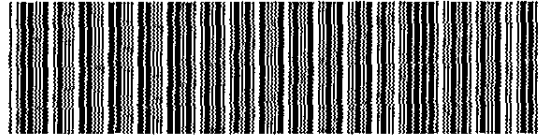
(Business Entity Name)

(Document Number)

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**CT CORPORATION**

November 12, 2002

Secretary of State, Florida  
409 East Gaines Street  
N/A  
Tallahassee FL 32399

Re: Order #: 5719752 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

TCG Partners Holdings I, Inc. (CO)  
Qualification  
Florida

TCG Partners Holdings II, Inc. (DE)  
Qualification  
Florida

TCG Partners Holdings III, Inc. (DE)  
Qualification  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

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

AND  
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TALLAHASSEE, FL  
CLERK OF COURT

**CT CORPORATION**

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

AND  
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02 NOV 12 PM 1:22  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

660 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. TCG Partners Holdings II, 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. 51-0351464

(FEI number, if applicable)

4. 12/7/92

(Date of incorporation)

5. \_\_\_\_\_

(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. 900 Rt. 202/206 N., Bedminster, NJ 07921

(Current mailing address)

8. Telecommunications

(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

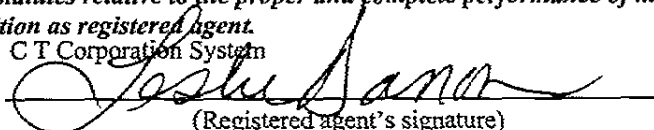
Plantation, Florida, 33324

(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



(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

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

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

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

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

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

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

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

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

President: See Attached

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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TALLAHASSEE, FLORIDA

**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 W. Thomson

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

**TCG Partners Holdings II, Inc.**

**Directors:**

Robert S. Feit  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

David Pester  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

John W. Thomson  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

**Officers:**

F. Wallach  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

President

R. R. Harrison, III  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Vice-President

Ronald H. Shurter  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Vice-President

Kevin Peters  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Vice-President

Tom Dagger  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Vice-President and General Counsel

S. M. Brazzell  
E. M. Dwyer  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Vice-President  
Treasurer

I. Hodge  
Assistant Treasurer

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

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900 Rt. 202/206 N.  
Bedminster, NJ 07921

D. Barach  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Treasurer

J. Dionne  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Chief Financial Officer

R. S. Feit  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Secretary

J. W. Thomson  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Christopher Vrana  
55 Corporate Drive  
Bridgewater, NJ 08807

Assistant Secretary

Paul Riley  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Brian Stuhr  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Ephraim Brecher  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Antoinette Duah  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Kathy Metzger  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Jeff Tutnauer  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

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Fax 850 222 7615

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AND  
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CLERK OF STATE  
TALLAHASSEE, FLORIDA

Dave E. Tiffon  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Gary Wiggins  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

Robert Weitzner  
900 Rt. 202/206 N.  
Bedminster, NJ 07921

Assistant Secretary

APPROVED  
AND  
FILED  
02 NOV 12 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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



# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TCG PARTNERS HOLDINGS II, 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 EIGHTH DAY OF NOVEMBER, 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.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2318566 8300

AUTHENTICATION: 2081375

020692324

DATE: 11-08-02