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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
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FOREIGN PROFIT QUALIFICATION

Global Signal Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

Handwritten initials/signature

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

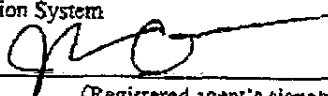
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Global Signal 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. 65-0652634
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 08/18/1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 12/18/2003
(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. 301 North Cattlemen Rd., Sarasota, FL 34232
(Principal office address)
- same
(Current mailing address)

8. Real Estate Investment Trust Company / Holding Company
(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/o 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.

C T Corporation System
By: 
(Registered agent's signature)

James A. Bordonaro
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.

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12. Names and business addresses of officers and/or directors: *SEE ATTACHMENT*

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David Abrams

Address: 60 Valley Road

Chestnut Hill, MA 02467

Director: Kevin Czinger

Address: 38330 Hunting Hill Farm

Hunting Valley, OH 44022

B. OFFICERS *SEE ATTACHMENT*

President: David Grain

Address: 301 North Cattlemen Rd.

Sarasota, FL 34232

Vice President: Ronald G. Bizick II

Address: 301 North Cattlemen Rd.

Sarasota, FL 34232

Secretary: Stephen W. Crawford

Address: 301 North Cattlemen Rd. Sarasota, FL 34232

Treasurer: Tom Guard

Address: 301 North Cattlemen Rd. Sarasota, FL 34232

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

13. *Thomas W. Guard*

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

14. Tom Guard, Treasurer

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

Attachment to Florida
Officers & Directors

1. Full Name: David Grain
Officer/Director: Officer, Director
Director's Title: Other Director
Business Address: 301 North Cattlemen Rd.
City: Sarasota
State: FL
ZIP Code: 34232

2. Full Name: Ronald G. Bizick II
Officer/Director: Officer
Director's Title: Other Director
Business Address: 301 North Cattlemen Rd.
City: Sarasota
State: FL
ZIP Code: 34232

3. Full Name: William Scott Lloyd
Officer/Director: Officer
Director's Title: Other Director
Business Address: 301 North Cattlemen Rd.
City: Sarasota
State: FL
ZIP Code: 34232

4. Full Name: Tom Guard
Officer/Director: Officer
Director's Title: Other Director
Business Address: 301 North Cattlemen Rd.
City: Sarasota
State: FL
ZIP Code: 34232

5. Full Name: Camille Blommer
Officer/Director: Officer
Director's Title: Other Director
Business Address: 301 North Cattlemen Rd.
City: Sarasota
State: FL
ZIP Code: 34232

6. Full Name: Stephen W. Crawford
Officer/Director: Officer
Business Address: 301 North Cattlemen Rd.
City: Sarasota
State: FL
ZIP Code: 34232

7. Full Name: William T. Freeman

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- Officer/Director: Officer
 Business Address: 301 North Cattlemen Rd.
 City: Sarasota
 State: FL
 ZIP Code: 34232
- 8. Full Name: William Brian Doniger
 Officer/Director: Director
 Business Address: 505 Cognewaugh Rd.
 City: Cos Cob
 State: CT
 ZIP Code: 06807-1110
- 9. Full Name: Wesley R. Edens
 Officer/Director: Director
 Business Address: 271 Central Park West, 4E
 City: New York
 State: NY
 ZIP Code: 10024
- 10. Full Name: Robert Gidel
 Officer/Director: Director
 Business Address: 7343 Barclay Court University Park
 City: Sarasota
 State: FL
 ZIP Code: 34201
- 11. Full Name: Timothy J. Haddock
 Officer/Director: Director
 Business Address: 19 Beach Street #4
 City: New York
 State: NY
 ZIP Code: 10013
- 12. Full Name: Robert Henry Niehaus
 Officer/Director: Director
 Business Address: 105 Evergreen Avenue
 City: Rye
 State: NY
 ZIP Code: 10580

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Delaware

PAGE 1

The First State

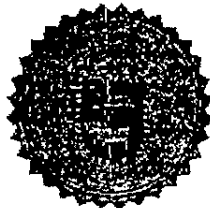
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBAL SIGNAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF DECEMBER, A.D. 2003.

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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TALLAHASSEE, FLORIDA

AND
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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2841838

DATE: 12-30-03