

F04000000358

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

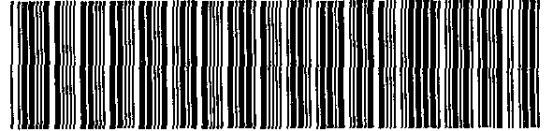
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600026457726

FILED
04 JAN 21 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
04 JAN 21 PM 4:18
OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY™

04 JUN 21 AM 9:03
FILED
SERIES 1000000000
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 402800 4306427

AUTHORIZATION

Patricia P. Pick

COST LIMIT : \$ 70.00

ORDER DATE : January 20, 2004

ORDER TIME : 2:22 PM

ORDER NO. : 402800-005

CUSTOMER NO: 4306427

CUSTOMER: Ms. Rose Mary Abrams
Testa Hurwitz & Thibeault
High Street Tower
125 High Street
Boston, MA 02110

FOREIGN FILINGS

NAME: BPV-ITCFS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER: _____

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.

FILED
JAN 21 AM 9 03
TALLAHASSEE
STATE OF FLORIDA

1. BPV - ITCFS, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 84-1633706

(FEI number, if applicable)

4. January 9, 2004

(Date of incorporation)

5. Perpetual

(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. c/o Ballast Point Ventue Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL
(Principal office address)

33716

Same

(Current mailing address)

8. To serve as a holding company for limited liability company interests

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.

Corporation Service Company

(Registered agent's signature)

ROBERT BRANAH ASST. U.P.

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 attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

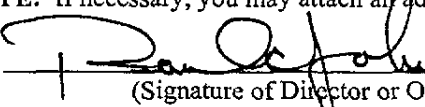
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Paul C. Johan, Secretary
(Typed or printed name and capacity of person signing application)

BPV – ITCFS, Inc.

OFFICERS:

President: Drew A. Graham, c/o Ballast Point Venture Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL 33716

Treasurer: Richard J. Brandewie, c/o Ballast Point Venture Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL 33716

Secretary: Paul C. Johan, c/o Ballast Point Venture Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL 33716

DIRECTORS:

Richard J. Brandewie, c/o Ballast Point Venture Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL 33716

Paul C. Johan, c/o Ballast Point Venture Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL 33716

Drew A. Graham, c/o Ballast Point Venture Partners, L.P., 880 Carillon Parkway, St. Petersburg, FL 33716

Delaware

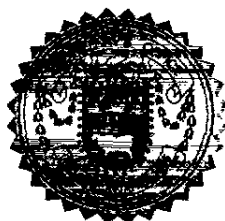
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BPV-ITCFS, 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 TWELFTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BPV-ITCFS, INC." WAS INCORPORATED ON THE NINTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3750797 8300

AUTHENTICATION: 2863626

040019899

DATE: 01-12-04