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## 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.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp." "Inc.," "Co.," or "Corp.")  (If name unavailable in Plorida, enter alternate corporate name adopted for the purpose of transacting business in Florida)  Delaware  3. PENDING  (State or country under the law of which it is incorporated)  (Date of incorporation)  (Date of incorporation)  Den Qualification  (Date of incorporation)  Den Qualification  (Ozer first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  3505 Silverside Road, 206 Plaza Centre Building, Wilmington, DE 19810  (Principal office address)  3505 Silverside Road, 206 Plaza Centre Building, Wilmington, DE 19810  (Current mailing address)  Management Company  (Purpore(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  Name: CT Corporation System  (City)  (City)		nd Management Services, Inc.			
State of country under the law of which it is incorporated   (FEI number, if applicable)	(Enter name of "Inc.," "Co.," "	Foorporation; must include "INCORPORAT Corp," "Inc," "Co," or "Corp,")	ED,	" "COMPANY," "CORPORATION,"	
(State or country under the law of which it is incorporated)  January 29, 2004  [Oute of incorporation)  (Date of incorporation)  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.)  3505 Silverside Road, 206 Plaza Centre Building, Wilmington, DE 19810  (Principal office address)  Management Company  (Current mailing address)  Management Company  (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  Name: CT Corporation System  flice Address: 1200 South Pine Island Road  Plantation  (City)  Registered agent's acceptance: awing been named as registered agent and to accept service of process for the above stated corporation at the place signated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I rither agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties at am familiar with and accept the obligations of my position as registered agent.  CT Corporation System  CT Corporation System  CT Corporation System  Registered agent's signatures  Registered agent's signatures  Registered agent's signatures	(If name unava	ulable in Plorida, enter alternate corporate na	m¢	adopted for the purpose of transacting business in	Florida)
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By: Connic Bryan Special Asst  (Registered agent's signature)	irther agree to	comply with the provisions of all statut	65 F	elative to the proper and complete performan	ce of my duties
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	•	21. Lorenz Dayan Secret			•
		(Registered agent's signan	πe		
	L. Attached is				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: and Chief Executive Officer: Robert Rothman Address: 100 North Tampa Street, Suite 3675, Tampa, FL 33602 Vice Chairman: Address: \_\_\_ Director: Kim P. Buchanan Address: 100 North Tampa Street, Suite 3675, Tampa, FL 33602 Director: .... B. OFFICERS President: and Chief Operating Officer: Kim P. Buchanan Address: 100 North Tampa Street, Suite 3675, Tampa, FL 33602 Vice President: Senior VP: Charles L. Beale Address: 100 North Tampa Street, SUite 3675, Tampa, FL 33602 Secretary: and VP: Deanna Voss Address: 3505 Silverside Road, 206 Plaza Centre, Wilmington, DE 19810 Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Director or Officer listed in number 12 of the application) 14. Desnus Voss, Vice President and Scoretary

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

PAGE 1

# Delaware

## The First State

I, HARRIET EMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLACK DIAMOND MANAGEMENT SERVICES, 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 THIRTIETE DAY OF JANUARY, A.D. 2004.

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

Warriet Smith Hindan

DATE: 01-30-04

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