

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
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Account Name : C T CORPORATION SYSTEM
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Lee Cooper Finance, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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05 MAY 16 AM 9:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W05/17/05

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6p

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. Lee Cooper Finance, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "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. 20-2769723

(FBI number, if applicable)

4. May 2, 2005

(Date of incorporation)

5. Perpetual

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

6. Upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5200 Town Center Circle Suite 470 Boca Raton, FL 33486

(Principal office address)

same as above

(Current mailing address)

8. 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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

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.

By: Beverlee Stuewe

(Registered agent's signature)

Beverlee Stuewe
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 business addresses of officers and/or directors:

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A. DIRECTORSChairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE FLORIDA
SECRETARY OF STATE**B. OFFICERS**President: See Attached

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. Michael I. McConvery, Vice President

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

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LEE COOPER FINANCE, INC.

<u>Name</u>	<u>Title</u>	<u>Address</u>
Marc J. Leder	Vice President and Director	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Rodger R. Krouse	Vice President and Director	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Clarence E. Terry	Vice President and Director	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
T. Scott King	Vice President and Director	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
C. Deryl Couch	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Kevin Calhoun	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
David Kreilien	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Jason Neimark	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
R. Lynn Skillien	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Brian J. Meyer	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
James D. Allen	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Jason A. Leach	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Stephen G. Marble	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Michael Kalb	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486

SECRETARY OF STATE
TALLAHASSEE, FL 32399

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<u>Name</u>	<u>Title</u>	<u>Address</u>
Michael Fieldstone	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Gary Talarico	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Michael J. McConvery	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Gerald Woolcke	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Aaron Wolfe	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Scott Edwards	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Erik Swimmer	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Anthony Polazzi	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Nathaniel Meyohas	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Richard A. Hurwitz	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Kevin Feinblum	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
M. Steven Liff	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Matthew Garff	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Phil Dougall	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEE COOPER FINANCE, 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 THIRTEENTH DAY OF MAY, A.D. 2005.

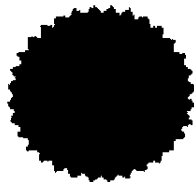
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LEE COOPER FINANCE, INC." WAS INCORPORATED ON THE SECOND DAY OF MAY, A.D. 2005.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3878505

DATE: 05-13-05