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FILED STATE SECRETARY OF STATE DIVISION OF CORPORATIONS

NOV 15 2005"

COVER LETTER

TO: Registration Section Division of Corporations				
SUBJECT: FIELDSTONE CAPITAL MANAGEMENT, INC. (Name of corporation - must include suffix)				
(Name of corporation - must include suffix)				
Dear Sir or Madam:				
The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.				
Please return all correspondence concerning this matter to the following:				
MICHAEL F. POWERS, JA. (Name of Person)				
(Name of Person)				
FIELDSTONE CAPITAL MANAGEMENT, INC (Firm/Company)				
29 FIELDSTONE DRIVE				
(Address)				
WESTPORT, MA. 02790 (City/State and Zip code)				
(City/State and Zip code)				
For further information concerning this matter, please call:				
MICHAEL POWERS at (508) 636-7800, x 102 (Name of Person) (Area Code & Daytime Telephone Number)				
STREET/COURIER ADDRESS: Registration Section Division of Corporations Clifton Building Clother Circle Tallahassee, FL 32301 MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314				
Enclosed is a check for the following amount:				
\$70.00 Filing Fee \$78.75 Filing Fee \$\$\ \text{Certificate of Status}\$\$ \$78.75 Filing Fee \$\$\ \text{Certificate of Status}\$\$ \$2.50 Filing Fee, \$\$\ \text{Certificate of Status}\$\$\$ \$2.50 Filing Fee, \$\$\ \text{Certificate of Status}\$\$\$\$ \$2.50 Filing Fee, \$				

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.") FIELDSTONE PROPERTY MANAGEMENT f name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida) MASSACHUSETTS 3. 36-4547948 (TEI number, if applicable) TANUARY 26, 2004 (Duration: Year corp. will cease to exist or "perpetual")	FIELDSTONE CAPITAL	L MANAGEMENT,	INC.
AMASACHUSETTS 3. 36 - 4547948 Interior or country under the law of which it is incorporated) TANUARY 26, 2004 (Date of incorporation) (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual") N/A (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 5. AMERICAN LEGION HIGHWAY, UNIT # 3, WESTPORT, MA (Principal office address) REALTY SALES & MGT / CONSULTING / All OTHER PERMITTED (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) ame and street address of Florida registered agent: (P.O. Box NOT acceptable) Name: GEORGE BARRIERE SE Address: 5634 SW 89Th AVE COOPER CITY, Florida 33328 (City) Registered agent's acceptance: in given and and to accept service of process for the above stated corporation at the interior of in this application, I hereby accept the appointment as registered agent and agree to act in this capaler agree to comply with the provisions of all statutes relative to the proper and complete performance of many lam familiar with and accept the obligations of my position as registered agent.	inter name of corporation; must include "INCORPORA	TED," "COMPANY," "CORPORATI	ON,"
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			ete performance of my
	1 am jamiliar wun ana accept ine ooligalions oj m	y posmon as registered agent.	

- 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. DIREC	TORS	
Chairman: _	BRENDA POWERS	
Address:	29 FIELDSTONE DRIVE	
	WESTONE NA ADDO	
Vice Chairm	an:	
Address:		· · · · · · ·
Director:		
Director:		
B. OFFICI	ERS	
President:	BRENDA POWERS	
Address:	29 FIELD STONE Dr.	
	WESTPORT, MA. 02790	
Vice Presider	MICHAEL F. POWERS, JR.	SECRET DIVISION 05 NOV
Address:	29 FIELDSTONE Dr.	NOV
····-	WESTPORT, MA. 02790	-7 - FRY CO.
Secretary:	BRENDA POWERS	PH IS
Address:	SAME AS ABOVE	ATE ATE
Treasurer:	BRENDA POWERS	·/›
Address:	SAME AS ABOVE	
		•
NOTE: If n	ecessary, you may attach an addendum to the application listing additional officers and/o	r directors.
13	(Signature of Director or Officer listed in number 12 of the application)	
14	MICHAEL F. POWERS, JR., LICE PRESIDENT, (Typed or printed name and capacity of person signing application)	RE. OPERATION
	(Typed or printed name and capacity of person signing application)	



The Commonwealth of Massachusetts Secretary of the Commonwealth State House, Boston, Massachusetts 02188

William Francis Galvin Secretary of the Commonwealth

October 19, 2005

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office,

FIELDSTONE CAPITAL MANAGEMENT, INC.

was incorporated under the General Laws of this Commonwealth on January 26, 2004.

I also certify that so far as appears of record here, said corporation still has legal existence.

I further certify that in a **Statement of Change** filed here **October 18, 2005**, the Officers and Directors of said corporation are listed as follows:

SEE ATTACHED



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

Secretary of the Commonwealth