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FOREIGN PROFIT/NONPROFIT CORPORATION

Eagle Spirit Acquisitions Inc.

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JPMORGAN PROPERTY EXCHAN

003

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. EAGLE SPIRIT ACQUISITIONS 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 3. 20-5060259
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. JUNE 15, 2006 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 1001 Bingham Street, Suite 300, Rockland, MA 02370
(Principal office address)
1001 Bingham Street, Suite 300, Rockland, MA 02370
(Current mailing address)
8. buy, sell, resell, aircraft
(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, 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.

By: CT Corporation System TRACI HOUCK
(Registered agent's signature) SPECIAL 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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JPMORGAN PROPERTY EXCHAN

0004

A. DIRECTORS

Chairman: JASON M. ORSEN
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

Vice Chairman: _____
Address: _____

Director: DAWN L. SHUSTER
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

Director: KATHLEEN D. GALLIVAN
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

B. OFFICERS

President: JASON M. ORSEN
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

Vice President: Dawn L. Shuster
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

Secretary: Jason M. Orsen
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

Treasurer: Kristen M. Santos
Address: 1001 Hingham Street, Suite 300, Rockland, MA 02370

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

13. *Dawn L. Shuster*
(Signature of Director or Officer listed in number 12 of the application)

14. Dawn L. Shuster, Vice President
(Typed or printed name and capacity of person signing application)

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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 "EAGLE SPIRIT ACQUISITIONS 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 SIXTEENTH DAY OF JUNE, A.D. 2006.

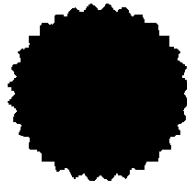
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EAGLE SPIRIT ACQUISITIONS INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF JUNE, A.D. 2006.

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4831586

DATE: 06-16-06