

F08000002115

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RE-SUBMIT

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FOREIGN PROFIT/NONPROFIT CORPORATION

Marcus Partners, Inc.

Certificate of Status	0
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DIVISION OF CORPORATION

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May 8, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: MARCUS PARTNERS, INC.
REF: W08000023134

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Dale White
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New Filing Section

FAX Aud. #: H08000123355
Letter Number: 008A00029487

RE-SUBMIT

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Marcus Partners, Inc.
(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:

Lana Rudakova, corporate paralegal

(Name of Person)

DLA Piper US LLP

(Firm/Company)

33 Arch Street, 25th Floor

(Address)

Boston, MA 02110

(City/State and Zip code)

For further information concerning this matter, please call:

Lana Rudakova at (617) 406-5941

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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 & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Marcus Partners, 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. Massachusetts

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

3. 26-2294885

(FEI number, if applicable)

4. 3/28/2008

(Date of incorporation)

5. Perpetual

(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. 75 Park Plaza, Boston, MA 02116

(Principal office address)

75 Park Plaza, Boston, MA 02116

(Current mailing address)

8. Owning, developing, operating, and managing real estate

(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)

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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.

Carine Bay

DONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

(Registered agent's signature)

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.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Paul B. Marcus

Address: 75 Park Plaza, Boston, MA 02116

Director: _____

Address: _____

B. OFFICERS

President: Paul B. Marcus

Address: 75 Park Plaza, Boston, MA 02116

Vice President: _____

Address: _____

Secretary: Richard D. Rudman

Address: c/o DLA Piper US LLP, 33 Arch Street, 27th Flr., Boston, MA 02110

Treasurer: Paul B. Marcus

Address: 75 Park Plaza, Boston, MA 02116

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

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

14. Geoffrey A. Howell, Asst Secretary
(Typed or printed name and capacity of person signing application)

**Attachment – Additional Officers
of
Marcus Partners, Inc.**

Name	Title	Address
J. Mark Stroud	Senior Vice President	c/o Marcus Partners, Inc. 75 Park Plaza Boston, MA 02116
Geoffrey A. Howell	Assistant Secretary	c/o DLA Piper US LLP 33 Arch Street, 27th Flr. Boston, MA 02110

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

May 1, 2008

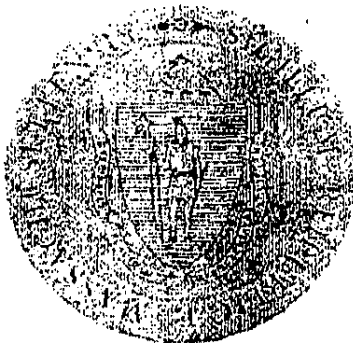
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

MARCUS PARTNERS, INC.

is a domestic corporation organized on **March 28, 2008**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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

William Francis Galvin

Secretary of the Commonwealth

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TALLAHASSEE, FLORIDA