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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
Phone : (904) 398-3911
Fax Number : (904) 396-0663

**Enter the email address for this business entity to be used for future
annual report mailings. Enter only one email address please.**

Email Address: fcianflone@rHaw.com

FOREIGN PROFIT/NONPROFIT CORPORATION
SCG CAPITAL CORP. *Group*

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SCG Capital Corp. Group

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," or "Certificate of Good Standing" 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:

Francine Cianflone

Name of Person

Rogers Towers, P.A.

Firm/Company

1301 Riverplace Blvd., Suite 1500

Address

Jacksonville, FL 32207

City/State and Zip code

fciانflone@rtlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Francine A. Cianflone

Name of Person

at 904) 346-5545

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

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No. 1161 P. 4

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FLORIDA SECRETARY OF STATE
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FLORIDA

LED

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. SCG Capital Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

SCG Capital Corp Group

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

3. 26-0303655

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

(FBI number, if applicable)

4. May 24, 2007

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. 100 Corporate Place, Suite 404, Peabody, MA 01960

(Principal office address)

100 Corporate Place, Suite 404, Peabody, MA 01960

(Current mailing address)

8. 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: Edward L. Kelly

Office Address: 1301 Riverplace Blvd., Suite 1500

Jacksonville, Florida 32207
(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.

Edward L. Kelly
(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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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: John M. Nelson, IV

Address: 100 Corporate Place, Suite 404
Peabody, MA 01960

Vice Chairman: _____

Address: _____

Director: Benjamin D. Mottola

Address: 100 Corporate Place, Suite 404
Peabody, MA 01960

Director: Stephen P. Wilson

Address: 8300 Greensboro Drive, Suite 800
McLean, VA 22102

B. OFFICERS

President: Benjamin D. Mottola

Address: 100 Corporate Place, Suite 404
Peabody, MA 01960

Senior Vice President: Stephen P. Wilson

Address: 8300 Greensboro Drive, Suite 800
McLean, VA 22102

Secretary: Benjamin D. Mottola

Address: 100 Corporate Place, Suite 404, Peabody, MA 01960

Treasurer: Benjamin D. Mottola

Address: 100 Corporate Place, Suite 404, Peabody, MA 10960

(see addition) officers (attached)

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

13. _____

[Signature] Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Stephen P. Wilson

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

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Additional Officers of SCG Capital Corp:

Kyle F. Wolff - Senior Vice-President and member of Board of Directors

100 Corporate Place, Suite 404, Peabody, MA 01960

Richard A. Hayden - Senior Vice-President and member of Board of Directors

100 Corporate Place, Suite 404, Peabody, MA 01960

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Delaware

The First State

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TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SCG CAPITAL CORP." 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 EIGHTH DAY OF DECEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SCG CAPITAL CORP." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF MAY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

4358285 8300

101164262

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8410579

DATE: 12-08-10