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TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

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-01/04/94--0107--010
*****70.00 *****70.00

SUBJECT: Blerly-Drake Associates, Inc.
(Name of corporation)

000001371153
-01/05/95--01057--030
***6141.25 ***6141.25

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:

Harvey W. Levin, Esq.

(Name of Person)

Tessler & Levin

(Firm/Company)

23 Central Ave., #312

(Address)

Lynn, MA 01901

(City, State and Zip Code)

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DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

Harvey W. Levin

(Name of Person)

at (617) 593 - 4000

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

January 4, 1994

HARVEY W. LEVIN, ESQ.
TESSLER & LEVIN
23 CENTRAL AVE., #312
LYNN, MA 01901

SUBJECT: BIERLY-DRAKE ASSOCIATES, INC.
Ref. Number: W94000000171

We have received your document for BIERLY-DRAKE ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Section 607.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$6141.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 794A00000260



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

April 5, 1994

HARVEY W. LEVIN, ESQ.
TESSLER & LEVIN
23 CENTRAL AVE., #312
LYNN, MA 01901

SUBJECT: BIERLY-DRAKE ASSOCIATES, INC.
Ref. Number: W9400000171

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for BIERLY-DRAKE ASSOCIATES, INC..

The referenced application states that the corporation has transacted business in the State of Florida since October 31, 1982. You were notified by letter dated January 4, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$6141.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Freta Lott
Corporate Specialist Supervisor Letter No. 494A00015062

Enclosure



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

November 30, 1994

LEROY E. BIERLY, JR.,
BIERLY-DRAKE ASSOCIATES, INC.
17 ARLINGTON ST.
BOSTON, MA 02116

SUBJECT: BIERLY-DRAKE ASSOCIATES, INC.
Ref. Number: W94000000171

**CERTIFIED MAIL #Z 751 934 167
RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of BIERLY-DRAKE ASSOCIATES, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by BIERLY-DRAKE ASSOCIATES, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$6141.25 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

- In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel

Enclosures Letter No. 494A00051261

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Bierly-Drake Associates, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Massachusetts 3. # 04-2741461
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 23, 1981 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 31, 1982
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 17 Arlington Street
Boston, MA 02116
(Current mailing address)

8. Interior Design
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Christopher P. Drake

Office Address: 441 Seaview Ave.

Palm Beach, Florida, 33480
(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.


(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: LeRoy E. Bierly, Jr.
Address: 300 Boylston St., #806
Boston, MA 02116

Vice Chairman: _____
Address: _____

Director: Christopher P. Drake
Address: 300 Boylston St., #806
Boston, MA 02116

Director: _____
Address: _____

B. OFFICERS

President: LeRoy E. Bierly, Jr.
Address: 300 Boylston St. #806
Boston, MA 02116

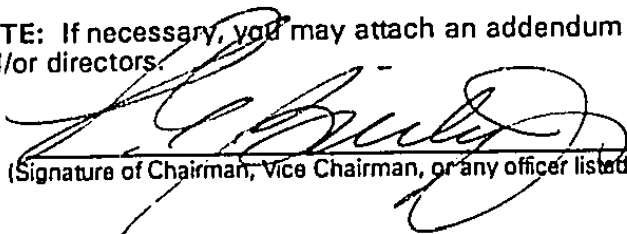
Vice President: _____
Address: _____

Secretary: Christopher P. Drake
Address: 300 Boylston St., #806
Boston, MA 02116

Treasurer: Christopher P. Drake
Address: 300 Boylston St., #806
Boston, MA 02116

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

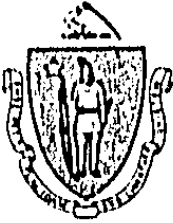
13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

LeRoy E. Bierly, Jr.
(Typed or printed name and capacity of person signing application)

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

MICHAEL J. CONNOLLY
SECRETARY OF STATE

December 23, 1993

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

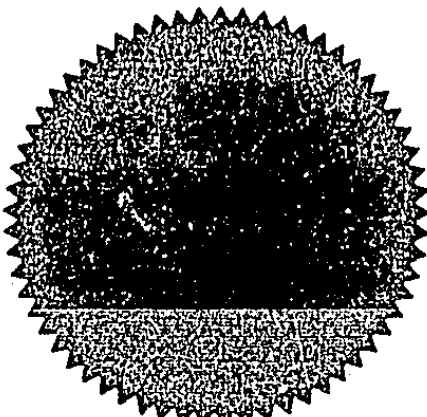
Blorly-Drake Associates, Inc.

is a domestic corporation organized on **October 26, 1981**, 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 156B section 101 for said corporations 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.



Michael J. Connolly

Secretary of State

This certificate is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

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