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networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-343-8086

ACCOUNT NO. : 072100000032
REFERENCE : 605985, Patricia Page, 86901A
AUTHORIZATION :
COST LIMIT : \$ 70.00

ORDER DATE : May 26, 1995

ORDER TIME : 11:34 AM

ORDER NO. : 605985

CUSTOMER NO: 86901A

CUSTOMER: Ms. Carol O'leary
Prentice Hall Legal &
84 State Street

Boston, MA 02109

700001500307
-05/25/95--01060--021
*****70.00 *****70.00

FOREIGN FILINGS

W95-11077

NAME: FLORIDA FAIRWAYS, INC.

XXX PROFIT
NON-PROFIT

XXX CORPORATE
LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

95/5/30
95 MAY 30 AM 11:22
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. Florida Fairways, 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. Delaware

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

3. Pending

(FEI number, if applicable)

4. May 23, 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. N/A (pending approval of application)

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.)

7. 40 Westminster Street

Providence, RI 02903

(Current mailing address)

8. To engage in any lawful act or activities for which corporations may be organized by
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

Florida
Statutes.

9. **Name and street address of Florida registered agent:**

The Prentice-Hall Corporation
Name: System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee

, Florida , 32301

(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.

The Prentice-Hall Corporation System, Inc.

By: Marcia A. Havner

(Registered agent's signature)
Marcia A. Havner

Assistant Secretary
5-26-95

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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DIVISION OF CORPORATIONS
9 MAY 30 AM 11:22

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

A. DIRECTORS SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Elizabeth C. Perkins
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Elizabeth C. Perkins, Secretary
(Typed or printed name and capacity of person signing application)

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FLORIDA FAIRWAYS, INC.

Officers May, 1995

O.L. Humphrey	President	40 Westminster Street Providence, RI 02903
Ramon J. Munoz	Vice President	40 Westminster Street Providence, RI 02903
William C. Polini	Vice President	40 Westminster Street Providence, RI 02903
Angelo M. Butera	Assistant Vice President	40 Westminster Street Providence, RI 02903
Elizabeth C. Perkins	Secretary	40 Westminster Street Providence, RI 02903
Daniel M. Frankel	Assistant Secretary	40 Westminster Street Providence, RI 02903
Charles J. Greenisen	Assistant Secretary	40 Westminster Street Providence, RI 02903
David Wisen	Assistant Secretary	40 Westminster Street Providence, RI 02903

LIST25

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FLORIDA FAIRWAYS, INC.

Directors

May, 1995

Richard A. Watson

**40 Westminster Street
Providence, RI 02903**

Stephen J. Davis

**40 Westminster Street
Providence, RI 02903**

Douglas A. Fahlbeck

**40 Westminster Street
Providence, RI 02903**

Stephen A. Giliotti

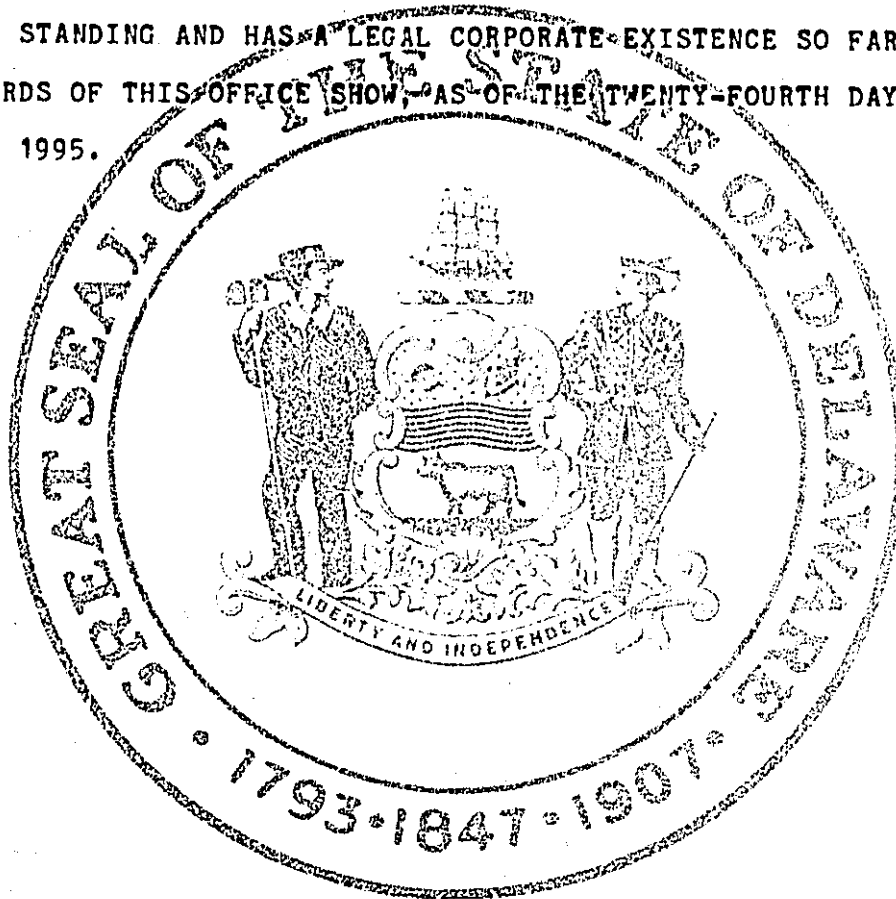
**40 Westminster Street
Providence, RI 02903**

L18725

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DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLORIDA FAIRWAYS, 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 TWENTY-FOURTH DAY OF MAY, A.D. 1995.



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DIVISION OF CORPORATIONS
95 MAY 30 AM 11:22



Edward J. Freel

Edward J. Freel, Secretary of State

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950115173

AUTHENTICATION: 7516135

DATE: 05-24-95