

May 9, 1995

Corporate Records Bureau
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Dominion Group Limited, A Member Company of Dominion Holdings
8703092119743

Dear Sir or Madam:


..... Enclosed please find:

- Application for Authority
- Certificate of Good Standing
- payment of \$70.00

100-17-103
Please file and return all related correspondence to my
attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, with questions regarding the enclosed application.

Sincerely,


Susan P. Rosenthal
Corporate Service Representative

enc.

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W95-10575

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 12:05



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 18, 1995

**SUSAN P. ROSENTHAL, CUSTOMER SERVICE REPRESENTATIVE
THE COMPANY CORPORATION
201 N. WALNUT ST., 3 CHRISTINA CENTRE
WILMINGTON, DE 19801**

**SUBJECT: DOMINION GROUP LIMITED, A MEMBER COMPANY OF
DOMINION HOLDINGS
Ref. Number: W95000010575**

We have received your document for DOMINION GROUP LIMITED, A MEMBER COMPANY OF DOMINION HOLDINGS and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 395A00025532

AFFIDAVIT

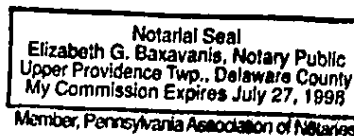
COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF DELAWARE)

Before me, the undersigned notary public, this day personally appeared Douglas C. McBrearty, to me known, who being duly sworn according to law, deposes and says: The date Dominion Group Limited, A Member Company of Dominion Holdings, a Pennsylvania corporation, transacted business in the state of Florida was in error on the application of Authority to do business. The December 1994 date is the date of the Corporations' emergence in Pennsylvania. Business transacts pursuant to section 607.1501 of the Florida Statutes will begin in 1995.

Signature of affiant

Subscribed and sworn before me
this 14 day of June, 1995.

Thomas Maxam
Notary Public



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 12:05

**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. Dominion Group Limited, A Member Company of Dominion Holdings
(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. Pennsylvania 3. 23-2789626
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/17/94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12/94
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1400 N. Providence Road Suite 4025
Media PA 19063
(Current mailing address)

8. Investment / Merchant Banking
(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: Larry Wolfe

Office Address: 200 A John Knox Rd.
Tallahassee, Florida, 32303-6643
(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.

See Attached

(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
93 JUN 15 PM 12:05

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is
submitted:

First, this Dominion Group Limited, A Member Company of Dominion Holdings
desiring to organize under the laws of the state of Florida with its principal place of
business located in the city of Tallahassee, State of
Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL
32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.


Larry Wolfe

5/9/95
Date

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

A. DIRECTORS

Chairman: _____
Address: _____

Director ~~Vice Chairman~~: Richard C. Mooers

Address: 1121 Delaware Circle
Downingtown, PA 19335

Director: Douglas S. Holsclaw Jr., M.D.

Address: 42 Llanberries Road
Bala Cynwyd, PA 19004

Director: Douglas C. McBrearty

Address: 185 Biddulph Road
Roelnor PA 19087

B. OFFICERS

President: Richard C. Mooers

ond Treasurer Address: 1121 Delaware Circle
Downingtown PA 19335

Vice President: Douglas C. McBrearty

ond Secretary Address: 185 Biddulph Road
Roelnor PA 19087

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 15 PM 12:05



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

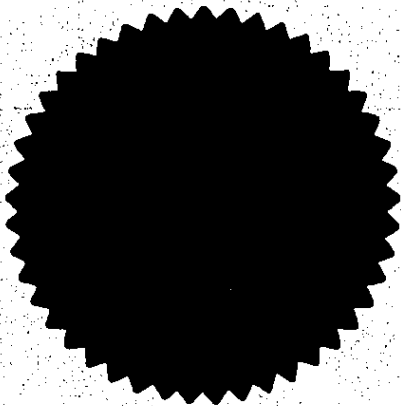
MAY 01, 1995

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

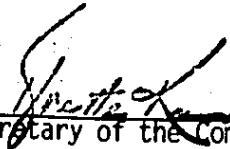
I DO HEREBY CERTIFY THAT,

DOMINION GROUP LIMITED, A MEMBER COMPANY OF DOMINION HOLDINGS

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.


Secretary of the Commonwealth
PHEG

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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