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PRESTIGE DATA  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 643932 8110A

AUTHORIZATION :

COST LIMIT : \* PPD

ORDER DATE : July 18, 1995

ORDER TIME : 3:38 PM

ORDER NO. : 643932

CUSTOMER NO: 8110A

CUSTOMER: Kathleen Laufer, Legal Asst  
Jaffe Friedman Nemeroff  
Suite 200  
7848 Old York Road  
Elkins Park, PA 19117

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

FOREIGN FILINGS

NAME: RICHARD DEAN, INC.

XX PROFIT  
NON-PROFIT

CORPORATE  
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

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DIVISION OF CORPORATIONS  
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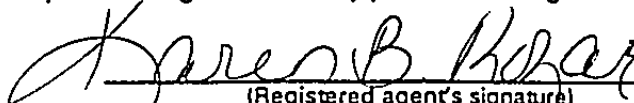
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

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. RICHARD DEAN, 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. Pennsylvania  
(State or country under the law of which it is incorporated)
3. 23-2225-409  
(FEI number, if applicable)
4. December 6, 1982  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Will begin approximately July 15, 1995  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o Jaffe, Friedman, Schuman, Nemeroff & Applebaum, P.C.  
7848 Old York Road, Suite 200, Elkins Park, PA 19027  
(Current mailing address)
8. Construction management and miscellaneous real estate development activities  
(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: Corporation Services Company  
Office Address: 1201 Hays Street  
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.

  
(Registered agent's signature)  
Karen B. Bozar, As Agent

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.

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

A. DIRECTORS

Chairman: John Walsh

Address: 180 B. Quaker Lane  
Malvern, PA 19355

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: John Walsh

Address: 180 B. Quaker Lane  
Malvern, PA 19355

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. John F. Walsh  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John Walsh, President  
(Typed or printed name and capacity of person signing application)



COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE

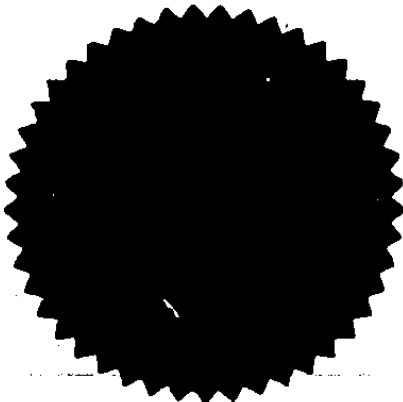
JULY 11, 1995

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

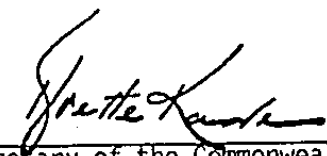
I DO HEREBY CERTIFY THAT,

RICHARD DEAN INC.

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

CFEN

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