

Application Number Only
F 95000004262

C T CORPORATION SYSTEM			
Requestor's Name			
660 East Jefferson Street			
Address			
Tallahassee, Florida 32301			
City	State	Zip	Phone
			904-222-1092
CORPORATION(S) NAME			

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*****70.00 *****70.00

REFC Investors Three, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> CUS/ G/S	
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. REFG Inventors Three, 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. 13-3844068

(FEI number, if applicable)

4. July 31, 1995

(Date of Incorporation)

5. Perpetual

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

6. July 31, 1995

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

7. 140 BroadwayNew York, NY 10005

(Current mailing address)

8. Investor in Subordinated Loans

(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: C T CORPORATION SYSTEMOffice Address: c/o C T Corporation System, 1200 South Pine Island RoadPlantation, Florida, 33324

(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

Onnie Bryan
(Registered agent's signature) (Officer)

ONNIE BRYAN

SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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: James W. Roitor

Address: 140 Broadway

New York, NY 10005

DIRECTOR
Vice Chairman: Donald J. MacKinnon

Address: 140 Broadway

New York, NY 10005

Director: Charles L. Garrett

Address: 140 Broadway

New York, NY 10005

Director: N. Drato LaRocca

Address: 140 Broadway

New York, NY 10005

B. OFFICERS

President: James W. Roitor

Address: 140 Broadway

New York, NY 10005

Vice President: Donald J. MacKinnon

Address: 140 Broadway

New York, NY 10005

Secretary: Thomas E. Siegler

Address: 140 Broadway

New York, NY 10005

Treasurer: NONEAddress: _____

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

13. *Charles L. Garrett*

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

14. Charles L. Garrett, Vice President

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

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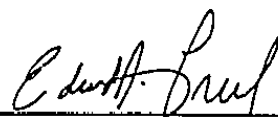
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REFG INVESTORS THREE, 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 THIRTY-FIRST DAY OF AUGUST, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

RECEIVED
1995 AUG 31 10 00 AM
STATE OF DELAWARE
OFFICE OF THE SECRETARY OF STATE




Edward J. Freel, Secretary of State

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AUTHENTICATION

DATE

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