

F95000004986

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CSC networks

PRESSURE, HALL,
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 703056

AUTHORIZATION :

3606C
Patricia Pyatt

COST LIMIT : \$ 131.25

ORDER DATE : October 13, 1995

ORDER TIME : 9:15 AM

ORDER NO. : 703056

CUSTOMER NO: 3606C

100001610331

CUSTOMER: Gerald M. Slater, Esq
Day, Berry & Howard
260 Franklin St.

Boston, MA 02110

FOREIGN FILINGS

NAME: CCS MANAGEMENT INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sharon Branscome

RECEIVED
95 OCT 13 AM 10:03
ENVIRONMENTAL
DIVISION

FILED
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DIVISION OF REGISTRATIONS
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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. CCS MANAGEMENT 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. CALIFORNIA

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

395-4455553

(FEI number, if applicable)

4. 12/8/93

(Date of Incorporation)

5. PERPETUAL

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

6. 10/13/95

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

7. 11150 Santa Monica Blvd., #1400 Los Angeles, CA 90025

(Current mailing address)

8. TO ACT AS GENERAL PARTNER OF MANAGEMENT LIMITED PARTNERSHIP

(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: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee

, Florida, 32301

(Zip Code)

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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: [Signature]

(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.

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

A. DIRECTORS

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED

Address: _____

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.

Clinton W. Good

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

14.

CHRIS GOODMAN, SECRETARY

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

**CCS MANAGEMENT
DIRECTORS**

NAME	TITLE	STREET ADDRESS	CITY & STATE	ZIP CODE
KAMINKER, RONALD	Vice President	11150 Santa Monica Blvd., Suite 1400	Los Angeles, CA	90025
LYONS, EILEEN	Vice President	11150 Santa Monica Blvd., Suite 1400	Los Angeles, CA	90025
ROTH, STEPHEN A.	President	11150 Santa Monica Blvd., Suite 1400	Los Angeles, CA	90025
TOPPINO, CHARLES P.	Vice President	11150 Santa Monica Blvd., Suite 1400	Los Angeles, CA	90025
VAN KONYENBURG, MICHAEL	Treasurer	11150 Santa Monica Blvd., Suite 1400	Los Angeles, CA	90025
GOODMAN, CHRIS	Secretary	11150 Santa Monica Blvd., Suite 1400	Los Angeles, CA	90025

All Officer's terms expire 9/1/96

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 8th day of December, 1995

CCS MANAGEMENT INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
10th day of October, 1995.



Bill Jones
BILL JONES
Secretary of State