

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



F95000005455

ACCOUNT NO. : 07210000000000

REFERENCE : 728571 86901A

AUTHORIZATION :

CREDIT LIMIT : 5 PPD

ORDER DATE : November 7, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 728571

CUSTOMER NO: 86901A

CUSTOMER: Mr. Helen Falvey
Prentice Hall Legal &
81 State Street

Boston, MA 02109

FOREIGN FILINGS

NAME: SMALL BUSINESS LOAN SOURCE,
INC.

XX PROFIT CORPORATE
NON-PROFIT LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea V. Mallory

8/17
95 NOV -7 PM 1:06
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO 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. Small Business Loan Source, Inc.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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.)

Delaware

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

3. August 15, 1995

(Date of Incorporation)

4. Perpetual

(Duration)

5. Applied For

(Federal Employer Identification number, if applicable)

6. Upon filing this Application for Authorization to Transact Business in Florida
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 5333 Westheimer, Suite 840, Houston, Texas 77056

(Current mailing address)

8. Small Business Lending Company

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

~~Chairman~~ Director: Albert J. Johnson, II, 5333 Westheimer, Suite 840, Houston, TX 77056

Address: _____

Director: John B. Schulte, 5333 Westheimer, Suite 840, Houston, TX 77056

Address: _____

Director: Fred C. Danforth, c/o Capital Resource Partners, 175 Portland St., Suite 300, Boston, MA 02114

Address: _____

Director: Alexander S. McGrath, c/o Capital Resource Partners, 175 Portland St., Suite 300 Boston, MA 02114

Address: _____

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SECRETARY OF STATE
CLERK OF COURTS
9 5 AM '95
7 PM 11:00

B. Officers:

President: Robert P. Harris, Jr.
Address: 5333 Westheimer, Suite 840
Houston, TX 77056

Vice President: Robert P. Harris, Jr. (Executive Vice President)
Address: _____

Secretary: Carol Perry
Address: 5333 Westheimer, Suite 840
Houston, TX 77056

Treasurer: Albert J. Johnson, II
Address: 5333 Westheimer, Suite 840, Houston, TX 77056

Asst. Sec.: Sarah W. Saunders, Esq., Choate, Hall & Stewart, Exchange Place,
53 State St., Boston, MA 02109

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.
Office Address: 110 North Magnolia Street
Tallahassee, Florida 32301
Zip Code

11. 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.

Registered agent's signature: By: Robert P. Harris, Jr.

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Assistant Secretary
(Name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

TO THE HONORABLE THE SECRETARY OF STATE
STATE OF DELAWARE
FROM THE HONORABLE THE SECRETARY OF STATE
STATE OF DELAWARE
SUBJECT: [Illegible]

FILED
SECRETARY OF STATE
DIVISION OF DOCUMENTS
95 NOV -7 PM 1:00



Edward F. Felt

Edward F. Felt, Secretary of State

W. 100 N. 15th St.,
Dover, Delaware