



1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-0771
(904) 222-0772

800-342-8886

F96000001969

ACCOUNT NO. : 072100000032

REFERENCE : 921618 4328279

AUTHORIZATION *Patricia Piquit*

COST LIMIT : \$ 70.00

ORDER DATE : April 17, 1996

ORDER TIME : 10:58 AM

ORDER NO. : 921618

CUSTOMER NO: 4328279

CUSTOMER: Ms. Ann Grano
Marine Midland Bank
One Marine Midland Center

Buffalo, NY 142032827

FILED
55 APR 22 PM 12:53
TALLAHASSEE, FL 32301

500001789315

FOREIGN FILINGS

NAME: BLI/ORE 1, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: HARRY DAVIS

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55 APR 22 PM 12:13
DIVISION OF CORPORATION

**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. BLI/ORE 1, 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 3. 16-1472373
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 21, 1994 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or perpetual)
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.)
7. One Marine Midland Center
Buffalo, New York 14203
(Current mailing address)
8. To hold title to assets in partial cancellation of debt previously contracted.
(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:**
The Prentice-Hall Corporation
Name: System, Inc.
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.
The Prentice-Hall Corporation System, Inc.
By: Vicki Schreiber VICKI SCHREIBER,
(Registered agent's signature) 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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Philip S. Toohey

Address: One Marine Midland Center, 24th Flr.,
Buffalo, New York 14203

Director: _____

Address: _____

B. OFFICERS -- *See addendum also*

President: Leif B. Karlsson

Address: One Marine Midland Center, 26th Flr.
Buffalo, New York 14203

Senior Vice President: Gordon A. Farquhar, 19th Flr.

Address: One Marine Midland Center
Buffalo, New York 14203

Secretary: Philip S. Toohey

Address: One Marine Midland Center, 24th Flr.
Buffalo, New York 14203

Treasurer: Mary B. Sommer

Address: One Marine Midland Center, 22nd Flr.
Buffalo, New York 14203

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

13. Philip S. Toohey Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Philip S. Toohey, Director & Secretary
(Typed or printed name and capacity of person signing application)

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96 APR 22 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADDENDUM

Continuation of 12B Officers of BLI/ORE 1, INC.

VICE PRESIDENTS:

1. Margaret L. Evans
One Marine Midland Center, 26th Flr.
Buffalo, New York 14203
2. Daniel M. King
One Marine Midland Center, 26th Flr.
Buffalo, New York 14203
3. Joseph Strubel
140 Broadway
New York, New York 10015
4. Richard J. Werner
140 Broadway
New York, New York 10015

ASSISTANT SECRETARY:

1. Ann Kuhn Grano
One Marine Midland Center, 27th Flr.
Buffalo, New York 14203
2. Helen Kujawa
One Marine Midland Center, 27th Flr.
Buffalo, New York 14203

ASSISTANT TREASURER:

1. Richard P. Rich
One Marine Midland Center, 15th Flr.
Buffalo, New York 14203

bli/oreofficers\E

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLT/ORE 1, 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 SEVENTEENTH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
96 APR 22 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7910784

DATE: 04-17-96