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ACCOUNT NO. : 072100000032

REFERENCE : 966794 4303659

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$70.00

ORDER DATE : May 24, 1996

ORDER TIME : 12:39 PM

ORDER NO. : 966794

CUSTOMER NO: 4303659

500001841635

CUSTOMER: R.Kent Roberts, Esq
Pullman & Comley
850 Main Street

Bridgeport, CT 06601-7006

FOREIGN FILINGS

NAME: WILBUR & COMPANY; INC.

NO PENALTY DUE
(CORPORATION G.P.)
OF A13420

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

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DIVISION OF CORPORATION

5/28

CONTACT PERSON: Karen B. Rozar

PULLMAN & COMLEY, LLC
Attorneys At Law

Reply to: Bridgeport
Telephone: (203) 330-2202

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May 23, 1996

Florida Department of State
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Wilbur and Company, Inc.

Dear Secretary of State:

Enclosed you will find an *Application By Foreign Corporation For Authorization To Transact Business In Florida* for Wilbur and Company, Inc. (the "Corporation"), a Delaware corporation. It is my understanding that the Corporation may be liable for certain fees and penalties for failure to properly qualify to transact business in Florida. The Corporation respectfully requests, in conjunction with the enclosed application, a waiver such of fees and penalties. In support of this request, the reasons for failing to qualify are stated below.

The Corporation has been the general partner of a Florida limited partnership, Plantation Partners, LTD. (the "Limited Partnership") since November of 1982. Recently, the Limited Partnership's authority was revoked for failure to timely file an annual report. While attempting to reinstate the Limited Partnership, the Limited Partnership was informed by your office that its corporate general partner is required to qualify to transact business in Florida.

When the Corporation became the general partner of the Limited Partnership in 1982, the Corporation was not required to qualify to transact business in Florida. Since the formation of the Limited Partnership, changes to the law governing limited partnerships and corporations in Florida have been made which now require the Corporation to qualify to transact business. The Corporation and the Limited Partnership were unaware of the new requirement to qualify. As evidence of the Corporation's lack of knowledge, I have enclosed a certificate of good standing

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TALLAHASSEE, FLORIDA

PULLMAN & COMLEY, LLC

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from the State of Florida which states that the Limited Partnership was in good standing long after the laws were changed to require qualification of its corporate general partner. Had the Corporation or the Limited Partnership been notified by your office or otherwise aware of the new requirement, the Corporation would have promptly qualified in Florida.

For these reasons, the Corporation seeks authorization to transact business in Florida and a reduction, if not a total waiver, of the penalties and fees which could be imposed on the Corporation as a result of having failed to properly qualify.

Should you have any questions, please call me directly at (203)-330-2202. I appreciate your assistance in this matter.

Sincerely,



R. Kent Roberts, Esq.

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**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. Wilbur and Company, 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. 06-0924986
(FEI number, if applicable)
4. February 13, 1974
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. November 1, 1982 (became general partner of a Florida Limited Part-
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.) nership)
7. 2507 Post Road
Southport, CT 06490
(Current mailing address)
8. General partner of 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: (P.O. Box or Mail Drop Box acceptable)**
The Prentice-Hall Corporation System, Inc.
Name: _____
1201 Hays Street, Suite 105
Office Address: _____
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.

Patricia Pizzuto

(Registered agent's signature)
Patricia Pizzuto, as its 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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: E. Packer Wilbur

Address: 2507 Post Road
Southport, CT 06490

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: E. Packer Wilbur

Address: 2507 Post Road
Southport, CT 06490

Vice President: Anne R. Jackson

Address: 2507 Post Road
Southport, CT 06490

Secretary: E. Packer Wilbur

Address: 2507 Post Road
Southport, CT 06490

Treasurer: Anne R. Jackson

Address: 2507 Post Road
Southport, CT 06490

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

13. 

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

14. E. P. Wilbur PRESIDENT

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

E. P. Wilbur, President

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TALLAHASSEE, FLORIDA

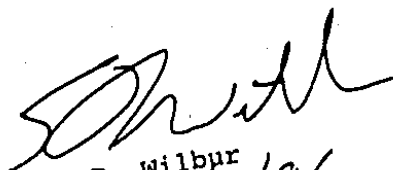
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**Addendum To Application By Foreign Corporation
For Authorization To Transact Business In Florida**

**Additional Officers of
Wilbur and Company, Inc.**

Name & Address	Title
Anne R. Jackson 2507 Post Road Southport, CT 06490	Assistant Secretary
Paul N. Sper 4103 Stillwater Terrace Cove Tampa, FL 33624	Vice President
Wendy F. Hazen 2507 Post Road Southport, CT 06490	Vice President and Assistant Treasurer

DPT1/46772.87/RKR/112904.1


E. P. Wilbur
5/7/96

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TALLAHASSEE, FLORIDA

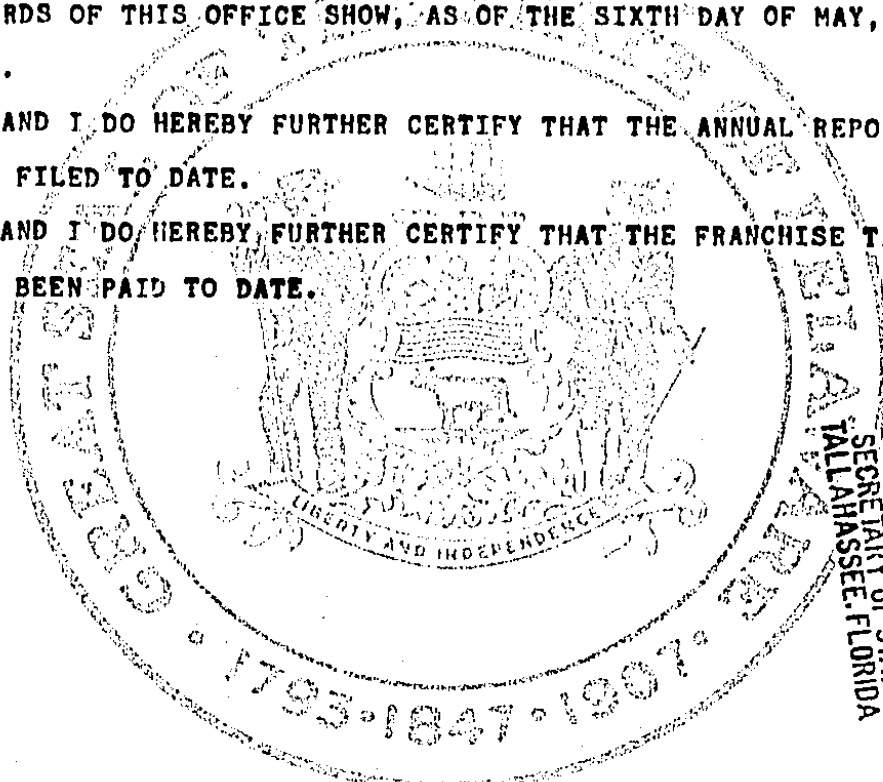
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WILBUR AND COMPANY, 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 SIXTH DAY OF MAY, A.D. 1996.

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

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



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TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7934619

DATE: 05-06-96