

F9600002798

1200 HAYS STREET

ATLANTA, GA 30309-0007

(904) 222-1111

(904) 222-1991 FAX

CSC networks

PRESTIGE MAIL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 973543 9384A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizub

ORDER DATE : June 3, 1996

ORDER TIME : 11:25 AM

100001849081

ORDER NO. : 973543

CUSTOMER NO: 9384A

CUSTOMER: Mirta Iglesias, Legal Asst
Siegfried Rivera Lerner &
Suite 1102
201 Alhambra Circle
Coral Gables, FL 33134

W96-11708

FOREIGN FILINGS

NAME: BARRETT ENTERPRISES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -4 AM 11:21
96 JUN -4 AM 10:21
DIVISION OF CORPORATION
RECEIVED
mtu



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 4, 1996

CSC NETWORKS

SUBJECT: BARRETT ENTERPRISES, INC.
Ref. Number: W96000011708

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, the document is being returned for the following:

The name that you have adopted, BEI PARK PLACE II, must contain a corporate suffix. Such suffixes include: Corporation, Corp., Company, Co., Incorporated, and Inc.

The registered agent must sign accepting the designation.

The document must include original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 696A00027782

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DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 4, 1996

CSC NETWORKS

SUBJECT: BARRETT ENTERPRISES, INC.
Ref. Number: W96000011708

RESUBMIT

Please give original
submission date as file date.

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DIVISION OF CORPORATIONS
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You failed to make the correction(s) requested in our previous letter.

The signature of the president is a photocopy. It must be an original for our filing purposes.

The document must include original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 096A00027870

95 JUN -5 PM 3:38
DIVISION OF CORPORATIONS

BARRETT ENTERPRISES, INC.

Clerk's Certificate

Diana Barrett, Clerk of Barrett Enterprises, Inc., a corporation duly organized under the laws of the State of Massachusetts, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted by unanimous written consent dated May 30, 1996.

RESOLVED: That, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation is hereby authorized to do business in the State of Florida under the name BEI Park Place II pursuant to the Florida Business Corporation Act.

FURTHER

RESOLVED: That the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed, and to take any other necessary steps or procedures so that this corporation may obtain a Certificate of Authority under the name Barrett Enterprises, Inc. d/b/a BEI Park Place II, pursuant to the Florida Business Corporation Act.

FURTHER

RESOLVED: That the officers of the corporation be and hereby are authorized and directed to cause this corporation to transact business in the State of Florida under the name BEI Park Place II, Inc.


Diana Barrett, Clerk

Date: May 30, 1996

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DIVISION OF CORPORATIONS

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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. Barrett Enterprises, 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. Massachusetts
(State or country under the law of which it is incorporated)
3. 04-2715423
(FEL number, if applicable)
4. February 6, 1981
(Date of incorporation)
5. Perpetual
(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 817.155, F.S.))
7. P.O. Box 749, 20 Fascally Rabbit Road
Marston Mills, MA 02648
(Current mailing address)
8. Real estate acquisition, ownership, and management
(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 **NOT** acceptable)
Name: The Prentice-Hall Corporation System, Inc.
Office Address: 1201 Hays Street, Suite 105
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: Patricia Pizzuto

(Registered agent's signature)

Patricia Pizzuto, Assistant Secretary

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Diana Barrett

Address: 300 Boylston St., Boston, MA

Director: Robert J. Vila

Address: 300 Boylston St., Boston, MA

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

President: Diana Barrett

Address: 300 Boylston St., Boston, MA

Vice President: _____

Address: _____

Secretary: Diana Barrett

Address: 300 Boylston St., Boston, MA

Treasurer: Diana Barrett

Address: 300 Boylston St., Boston, MA

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

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

14. Diana Barrett, President, Treasurer & Clerk
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
96 JUN -4 AM 11:21



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02188

May 14, 1996

TO WHOM IT MAY CONCERN:

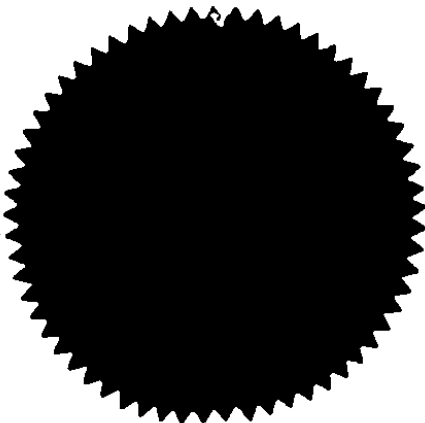
I hereby certify that according to the records of this office

Barrett Enterprises, Inc.

is a domestic corporation organized on **February 6, 1981**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolutions; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

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In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

NEM

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.