



800-342-8086

ACCOUNT NO. : 072100000032

REFERENCE : 050851 4803290

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyzdek

ORDER DATE : August 12, 1996

ORDER TIME : 10:29 AM

ORDER NO. : 050851

CUSTOMER NO: 4803290

CUSTOMER: Patrick Fairman, Secretary
Kramer, Levin, Naftalis &
919 Third Avenue

New York, NY 10022

FOREIGN FILINGS

NAME: ORLANDO GP, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Victoria L. Perez

RECEIVED
96 AUG 19 PM 12:05
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA
FILED
96 AUG 19 PM 1:23
SECRETARY OF STATE

**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. ORLANDO GP, 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. _____
(FEI number, if applicable)
4. MAY 29, 1990
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. JUNE 1, 1990
(Date first transacted business in Florida. (See sections 607, 1501, 607.1502, and 817, 155, F.S.)
7. c/o Donaldson, Lufkin & Jenrette, 277 Park Avenue, New York, NY 10172
(Current mailing address)

8. The purpose of the corporation is to engage in any lawful act or activity for which a corporation is to engage in any
lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware,
(Purpose(s) of corporation authorized in the state or country to be carried in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation Systems, 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.

By: Vicki Scherber Aust V. P.
(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 records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Hamilton E. James

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

Vice Chairman: James W. Roiter

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

Director: Anthony Daddino

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

Director: Barry A. Sholem

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

B. OFFICERS

President: _____

Address: _____

Vice President: Ivy B. Dodes

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

Secretary: Thomas E. Seigler

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

Treasurer: Thomas E. Seigler

Address: c/o Donaldson Lufkin, 277 Park Avenue
New York, New York 10172

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TALLAHASSEE, FLORIDA

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

13.

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

14. Ivy B. Dodes, Vice President

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

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 "ORLANDO GP, 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 FIFTEENTH DAY OF AUGUST, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
96 AUG 19 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2628584 8300

960239293

AUTHENTICATION: 8070075

DATE: 08-15-96

F96000004230

CT Corporation System
Requestor's Name

Address

Tall., FL 222-1092
City/State/Zip Phone #

200001938262
-09/04/96--01089--013
Office Use Only \$0.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Orlando GP, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 SEP 11 PM 3:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

9/12
Added name + capacity per Tara
Jong R.A. Chang

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Purnuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
Delaware submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Orlando GP, Inc.

1b. Date of Incorporation May 28, 1996 Document number F96000004230

2. The name and address of the current registered agent and office:

The Prentice - Hall Corporation System, Inc.

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

C M Power
9/9/96 SIGNATURE
DATE

Claire M. Power, Assistant Secretary
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE BY: *Pat Nolan*
(Registered Agent) Pat Nolan
DATE 9/9/96 Spec Asst. Sec.

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314