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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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.	BCMSL_Corp. (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. Applied For (PEI number, if applicable)
4.	August 23, 1996 (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 817.156, FG.))
7.	c/o BlackRock Capital Finance L.P. 345 Park Avenue, New York, NY 10154
	(Current mailing address)
8.	To be the Managing Member of a Delaware Dom. L.P. (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:
	Name: C T Corporation System
	Office Address: Island Road System, 1200 South Pine
	Plantation Fiorida, 33324 (Zip Code)
Ha des l'urt	Registered agent acceptance: ving been named as registered agent and to accept service of process for the above stated corporation at the place ignated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I her agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, If am familiar with and accept the obligation of my position as registered agent.
	C T Corporation System
	Canie Bone
	(Registered agent's signature) (Officer) JPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

- 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: See attached list of directors
	Address:
	Director:
	Address:
В.	OFFICERS
	President: See attached list of officers
	Address:
	Vice President:
	Address:
	Secretary:
	Address:

Treasurer:	
Address: _	
NOTE: If necessary, you and/or directors.	ou may attach an addendum to the application listing additional officers
13. <i>Illi</i>	
(Signature of Chairm	an, Vice Chairman, or any officer listed in number 12 of the
application)	Vardone, Vice President & Secretary
(Typed or printed name	ne and capacity of person signing application)

FILED
96 AUG 28 AN 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Directors of BCMSL Corp.

- Wesley R. Edens
 c/o BlackRock Capital Finance L.P.
 345 Park Avenue, New York, NY 10154
- Robert I. Kuuffman
 c/o BlackRock Capital Finance L.P.
 345 Park Avenue, New York, NY 10154
- Randal Nardone
 c/o BlackRock Capital Finance L.P.
 345 Park Avenue, New York, NY 10154

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SECRETHAN OF STATE

Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of BCMSL Corp.

- Wesley R. Edens, President c/o BlackRock Capital Finance L.P. 345 Park Avenue, New York, NY 10154
- Robert I. Kauffman, Vice President & Treasurer
 c/o BlackRock Capital Finance L.P.
 345 Park Avenue, New York, 10154
- Randal Nardone, Vice President & Secretary c/o BlackRock Capital Finance L.P. 345 Park Avenue, New York, 10154

SECRETARY OF STATE.

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 "BCMSL CORP." 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 TWENTY-SEVENTH DAY OF AUGUST, A.D. 1996.

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

SECRETARY OF STATE

Edward J. Freel, Secretary of State

AUTHENTICATION:

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2656606

DATE:

08-27-96