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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

700001954127
-10/03/96--0103--019
*****70.00 *****70.00

CORPORATION(S) NAME

BR Funding Corp.

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☐ NonProfit
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. BV Funding 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

(FEI number, if applicable)

4. Sept. 25, 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 807.1501, 807.1502 and 817.158, F.S.))

7. 114 Turnpike Road, Suite B

Westboro, MA 01581

(Current mailing address)

8. To acquire, hold, pledge, transfer and sell interests in personal property leases and the property situated
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida thereto.)

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

CT CORPORATION SYSTEM

(Registered agent's signature) (Officer)

MARK HENNESSEY

ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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: Paul S. Gass

Address: 555 Concord Road

Sudbury, MA 01776

Vice Chairman: _____

Address: _____

Director: John P. Colton

Address: 141 Cole Avenue

Providence, RI 02906

Director: Douglas K. Johnson

Address: 6707-D Fairview Road

Charlotte, NC 28210

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B. OFFICERS

President: Paul S. Gass

Address: 555 Concord Road

Sudbury, MA 01776

Executive Vice President: John P. Colton

Address: 141 Cole Avenue

Providence, RI 02906

Secretary: Cathy E. Sutton

Address: 216 Main Street

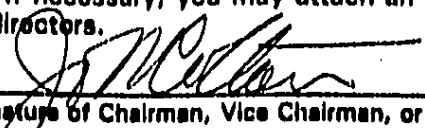
Medway, MA 02053

Treasurer: Kellie D. Jacques

Address: 364 Ocean Avenue

Revere, MA 02151

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. John P. Colton, Executive Vice President

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

12.B. ADDITIONAL OFFICERS

Assistant Treasurer:

Lillian Li
125 Colborne Road
Brighton, MA 02135

Assistant Secretary:

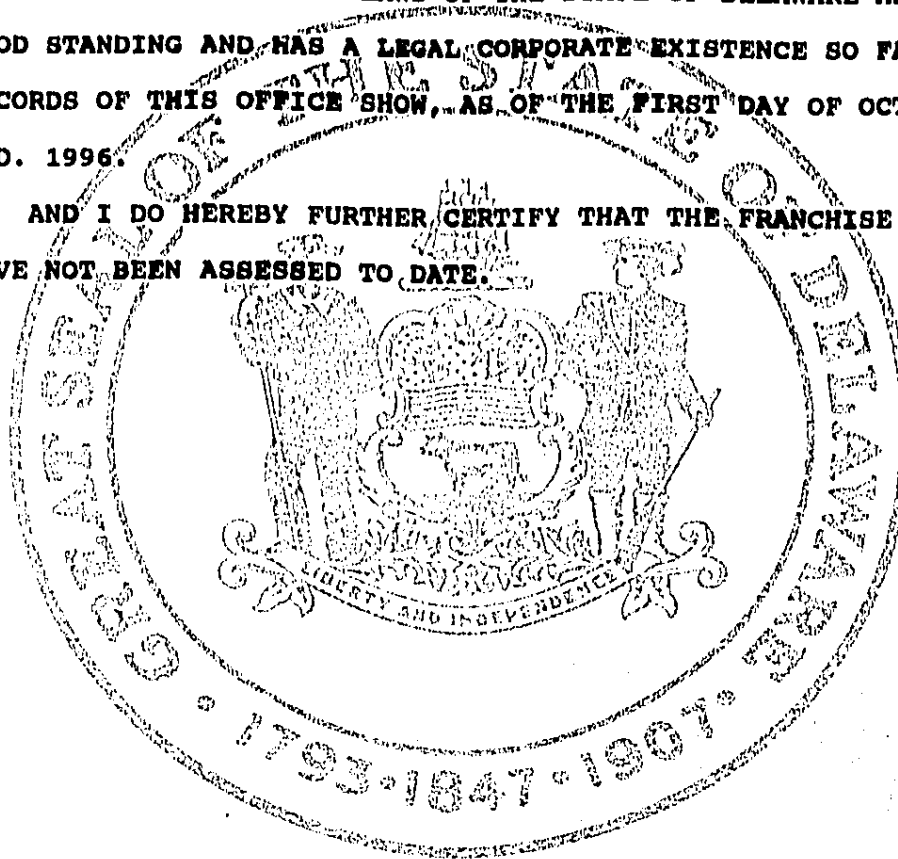
Richard J. Snyder
40 Peal Road
Nahant, MA 01908

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BV FUNDING 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 FIRST DAY OF OCTOBER, A.D. 1996.

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



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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10-01-96