F96000005102

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

700001964127
-10/03/96--01078--019
*****70.00 *****70.00

CORPORATION(S) NAME

BV Funding Corp.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -3 PM 2:56

(X) Profit
( ) NonProfit
( ) Limited Liability Co.
(X) Foreign

( ) Amendment
( ) Dissolution/Withdrawal

( ) Merger
( ) Mark

LR 10/3

( ) Limited Partnership
( ) Reinstatement

( ) Annual Report
( ) Reservation

( ) Other UCC Filing
( ) Change of R.A.
( ) Fic. Name

( ) Certified Copy
( ) Photo Copies
( ) CUS

( ) Call When Ready
(■) Walk In
( ) Mail Out

( ) Call if Problem

( ) After 4:30
(■) Pick Up

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

10-3

PLEASE RETURN EXTRA COPIES FILE STAMPED

RECEIVED
96 OCT -3 PM 12:27
DIVISION OF CORPORATIONS

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. 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 607.1501, 607.1502 and 817.155, F.S.))

7. 114 Turnpike Road, Suite B
Westboro, MA 01581
(Current mailing address)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -1 PM 12:56

8. To acquire, hold, pledge, transfer and sell interests in personal property leases and the property related thereto.
(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: 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.

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

MARK HENNESSEY
ASSISTANT SECRETARY
(Type Name and Title of Officer)

(FLA. - 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: 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -3 PM 12:56

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -3 PM 12:56

(FLA. 2189)

State of Delaware

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -3 PM 12:56

GREAT SEAL OF THE STATE OF DELAWARE
LIBERTY AND INDEPENDENCE
1793 · 1847 · 1907

Edward J. Freel, Secretary of State

AUTHENTICATION: 8128719

DATE: 10-01-96

2666863 8300

960285728