

F96000006183

CORPORATION OUTFITS

Corporation Service for Attorneys

STOCK AND BOND CERTIFICATES
MINUTE BOOKS, SEAL

M. BURR KEIM COMPANY

2021 ARCH STREET
PHILADELPHIA, PA 19103-1491
(215) 563-8113
(FAX) (215) 977-9386
1-800-533-8113

July 28, 1999

EXPEDITED SERVICES
Office of the Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

RE: OIC MANAGEMENT, INC.

000002948970--5
-08/03/99--01056--003
*****43.75 *****43.75

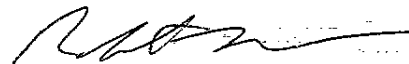
Ladies/Gentlemen:

Enclosed are an original and copy of Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida and a certificate from the State of Ohio evidencing the name change for the above corporation. Please file and return a Certificate of Status to us as soon as possible.

Also enclosed is our check in the amount of \$43.75 for the filing fee and a Certificate of Status.

Very truly yours,

M. BURR KEIM COMPANY


Robert Worthington

FILED
99 AUG 20 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RW:sl
Enclosures

nc
T. LEWIS AUG 20 1999

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August 16, 1999

Attn: Thelma Lewis
Office of the Secretary of State
409 East Gaines Street
Tallahassee, FL 32301

RE: OIC MANAGEMENT, INC.
(Ref. Number F96000006183)

Ladies/Gentlemen:

Enclosed are the Amended Foreign Corporation Application, Certificate of Resolution adopting the alternate name of FLORIDA FIDELITY MANAGEMENT CORPORATION, a Good Standing Certificate and your original rejection notice.

Please expedite the filing and return the Certificate of Status to us as soon as possible.

Very truly yours,

M. BURR KEIM COMPANY

Robert Worthington

Robert Worthington

RW:sl
Enclosure



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 11, 1999

ROBERT WORTHINGTON
M. BURR KEIM COMPANY
2021 ARCH STREET
PHILADELPHIA, PA 19103-1491

SUBJECT: OIC MANAGEMENT, INC.
Ref. Number: F96000006183

We have received your document for OIC MANAGEMENT, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 899A00040547

CERTIFICATE OF RESOLUTION
OF
FIDELITY MANAGEMENT CORPORATION

I, Raymond W. Hovsepian, DO HEREBY CERTIFY, that the following is a complete, true and correct copy of a resolution adopted by unanimous written consent of the Board of Directors of FIDELITY MANAGEMENT CORPORATION, a corporation organized and existing under the laws of the State of Ohio, executed on the 30th day of June, 1999 and filed with the Secretary of the corporation; that I am the keeper of the corporate seal and of the minutes and records of this corporation; and that the said resolution has not been rescinded or modified:

"WHEREAS the name FIDELITY MANAGEMENT CORPORATION is not permitted for corporate use in the State of Florida and it is advisable that the corporation file an Application by Foreign Corporation to file an Amendment to Application for Authorization to Transact Business in Florida, therefor, be it :

'RESOLVED, That in order to file an Amendment to Application for Authorization to Transact Business in Florida as a foreign corporation, the name FLORIDA FIDELITY MANAGEMENT CORPORATION, shall be adopted for use by FIDELITY MANAGEMENT CORPORATION in conducting its business in that State and the proper officers of the corporation are hereby authorized and directed to execute and file with the Department of State of Florida, an Amendment to the Application for Authority and such other documents as shall be necessary in connection therewith. '"

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the corporation, this 30th day of June
A.D. 1999.

(Corporate)
(Seal)

BY: 

Raymond W. Hovsepian, Chairman

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
NOV 20 PM 12:57
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. OIC MANAGEMENT, INC.

Name of corporation as it appears on the records of the Department of State.

2. OHIO

Incorporated under laws of

3. 11/25/96

Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? Dec. 16, 1997

5. FIDELITY MANAGEMENT CORPORATION

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

New Jurisdiction

Raymond W. Hovsepian
Signature

7.20.99

Date

Raymond W. Hovsepian
Typed or printed name

Chairman
Title

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

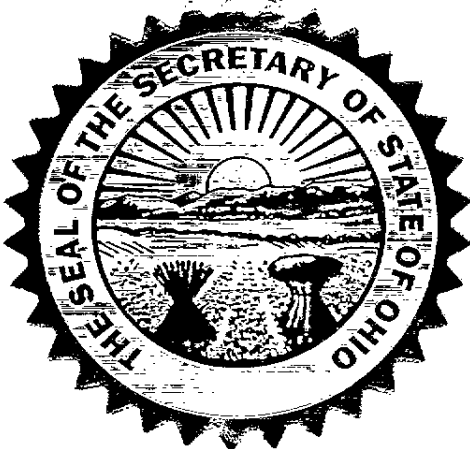


I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show Certificate of AMENDMENT to the ARTICLES OF INCORPORATION of OIC MANAGEMENT, INC., an Ohio corporation, Charter No. 958772, changing its Corporate title to: FIDELITY MANAGEMENT CORPORATION, was filed in this office on December 16, 1997, recorded on Roll 6148, Frame 1439 of the Records of Incorporation. Said corporation, FIDELITY MANAGEMENT CORPORATION, an Ohio corporation, Charter No. 958772, having its principal location in Cleveland, County of Cuyahoga, was incorporated on November 5, 1996 and is currently in GOOD STANDING upon the records of this office.

WITNESS my hand and official

seal at Columbus, Ohio on

July 22, 1999



A handwritten signature in cursive script, reading "J. Kenneth Blackwell".

J. Kenneth Blackwell
Secretary of State