

F97000005639

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DTR Associates, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

Beth M. Geller, Esq.

(Name of Person)

DTR Associates Limited Partnership

(Firm/Company)

150 E. Palmetto Park Road Suite 700

(Address)

Boca Raton, FL 33432

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Linda Rogus

(Name of Person)

at (561) 391-2600

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

97 OCT 27 PM 12:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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-08/25/97--01051--003
*****70.00 *****70.00

W97-19639

Name conflict
P96-40968



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 25, 1997

BETH M. GELLER, ESQ.
DTR ASSOCIATES LIMITED PARTNERSHIP
150 E. PALMETTO PARK RD., STE. 700
BOCA RATON, FL 33432

SUBJECT: DTR ASSOCIATES, INC.
Ref. Number: W97000019639

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DIVISION OF CORPORATIONS
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We have received your document for DTR ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 997A00042761



DIRECT TO RETAILSM

October 22, 1997

Ms. Jennifer Sindt
Florida Department of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
97 OCT 27 PM 12:28

RE: Letter Number 997A00042761

Dear Jennifer:

Pursuant to our conversation of October 20, 1997, enclosed please find a copy of your letter along with the Resolution of Board of Directors adopting the name **DTR Associates, Inc. of Massachusetts** for use in Florida. Kindly forward confirmation that the name has been registered along with the Registration/Document Number.

Thank you.

Sincerely yours,

Linda Rogus

Enc.

Cc: Beth M. Geller

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Victor Grillo, Sr., do hereby certify
(Name)

that this Resolution of the Board of Directors of DTR Associates, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Massachusetts,

was duly adopted on October 15, 1997.

Be it resolved, that DTR Associates, Inc.
(Corporate Name)

organized and existing in the State of Massachusetts, hereby adopts the name

DTR Associates, Inc. of Massachusetts for use in Florida.

Dated: October 17, 1997



Signature of either Chairman, Vice Chairman or any officer

Victor Grillo, Sr.

Type or print name

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DIVISION OF CORPORATIONS
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. DTR Associates, 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. Massachusetts 3. 04-3135093
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 28, 1991 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 13, 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 10 California Avenue, Framingham, MA 01701
(Current mailing address)

8. Purchase and sale of all types of property
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Beth M. Geller, Esq.

Office Address: 150 E. Palmetto Park Road Suite 700
Boca Raton, Florida, 33432
(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.

Beth M. Geller
(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 of corporate records in the jurisdiction under the law of which it is incorporated.

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DIVISION OF CORPORATIONS

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Victor N. Grillo

Address: 10 California Avenue, Framingham, MA 01701

Vice Chairman: Wilson E. Idzal

Address: 10 California Avenue, Framingham, MA 01701

Director: Victor N. Grillo

Address: 10 California Avenue, Framingham, MA 01701

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Victor N. Grillo

Address: 10 California Avenue, Framingham, MA 01701

Vice President: Wilson E. Idzal

Address: 10 California Avenue, Framingham, MA 01701

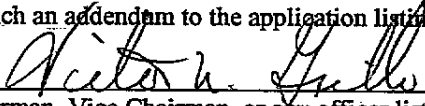
Secretary:

Address:

Treasurer: Victor N. Grillo

Address: same as above

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. Victor N. Grillo, President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

August 12, 1997

To Whom It May Concern :

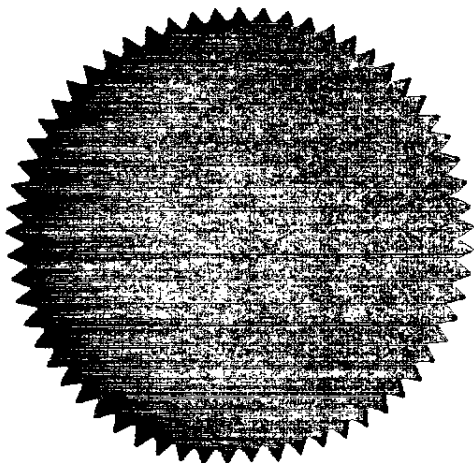
I hereby certify that,

DTR Associates, Inc.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **October 28, 1991.**

I also certify that so far as appears of record here, said corporation still has legal existence.

FILED
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DIVISION OF CORPORATE AFFAIRS
97 OCT 27 PM 12:28



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.