

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000002356720--9

-11/25/97--01045--021

*****70.00 *****70.00

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-11/25/97--01045--022

*****61.25 *****61.25

Triumph III Investors, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name Filing

☒ Certified Copy

☐ Photo Copies

☒ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

NOV 25 1997

Thanks,
Jeff

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. Triumph III Investors, 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. Delaware
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. July 11, 1997
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing of application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 60 State Street, 21st Floor
Boston, MA 02109
(Current mailing address)
8. To act as the General Partner of Triumph III Investors, L.P.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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)

EDWARD G. WIDDALLA
Assistant Vice President

(Type Name and Title of Officer)

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: Frederick W. McCarthy

Address: 1519 No. Ocean Way

Palm Beach, FL 33480

Vice Chairman: _____

Address: _____

Director: Robert M. Trevisani

Address: 60 State Street, 21st Floor

Boston, MA 02609

Director: Frederick S. Moseley IV

Address: 173 Larch Row

Wenham, MA 01984

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DIVISION OF CORPORATIONS
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B. OFFICERS

President: Frederick W. McCarthy

Address: 1519 No. Ocean Way

Palm Beach, FL 33480

Vice President: Frederick S. Moseley IV

Address: 173 Larch Row

Wenham, MA 01984

Secretary: Robert M. Trevisani

Address: 60 State Street, 21st Floor

Boston, MA 02609

Asst. Secretary: Frederick S. Moseley IV
173 Larch Row
Wenham, MA 01984

Treasurer: Robert M. Trevisani

Address: 60 State Street, 21st Floor

Boston, MA 02609

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Frederick W McCarthy
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Frederick W. McCarthy, President
(Typed or printed name and capacity of person signing application)

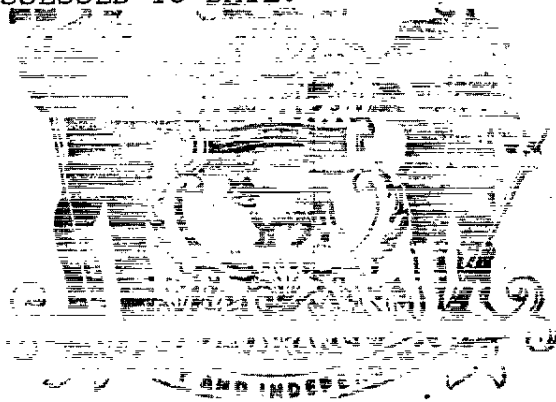
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRIUMPH III INVESTORS, INC." 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 NINETEENTH DAY OF NOVEMBER, A.D. 1997.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 25 PM 12:52



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8766923

11-19-97