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CT CORPORATION SYSTEM	.	1 . II	, ₂ =-	
660 EAST JEFFERSON STRE	er		· :	<u></u>
Requestor's Name TALLAHASSEE, FL 32301			·-	<u>.</u>
Address 22	2–1092	80	0002360 -12/02/97	
City State Zip	Phone		*****70.00	*****70.00
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Updater		- 		NAME NAME
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Acknowledgment				hanks, eff
W.P. Verifier			J	CT.

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.	Chancellor of Clearwater, Inc.	
	(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION abbreviations of like import in language as will clearly indicate that it is a corporation instead of a roor 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 (FEI number, i	f applicable)
4.	November 19, 1997 5. Perpetual	- - -
	(Date of incorporation) (Duration: Year corp. will cease to exist or	"perpetual")
6.	Upon Oualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))	DIVISION 97 DEC
7.	197 First Avenue, Needham, Massachusetts 02194	-2
	(Current mailing address)	OF STATE OR STATE OF STATE OR
8.	See attached purpose clause (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	
	C/o C T Corporation System, 1200 South Pine Office Address: Island Road	
	Plantation, Florida, 33324 (Zip Code)	
Ha de fur	Registered agent acceptance: aving been named as registered agent and to accept service of process for the above stated corporal signated in this application. I hereby accept the appointment as registered agent and agree to act in ther agree to comply with the provisions of all statutes relative to the proper and complete performand I am familiar with and accept the obligation of my position as registered agent.	n this capacity. I
	C T Corporation System	
	Come Bur	-
	(Registered agent's signature) (Officer)	.
	SPECIAL ASSISTANT SECRETARY	

(Type Name and Title of Officer)

(FL - 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: _{See attache}	ed list of directors
		-
	Vice Chairman: <u>see at</u>	tached list of directors
		list of directors
	Address:	
	Director:	
	Address:	<u> </u>
B.	OFFICERS	
	President: See attached	l list of officers
	Vice President:	
	Secretary:	

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Treasurer: _	
Address:	
NOTE: If necessary, you and/or directors.	ı may attach an addendum to the application listing additional officers
13.	MCA
(Signature of Chairma application)	n, Vice Chairman, or any officer listed in number 12 of the
14. James M. Clary, III	Vice President

DIVISION OF CORPORATIONS
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Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of Chancellor of Clearwater, Inc.

Real estate investment and related activitites, and to engagge in any other lawful act or activity for which a corporation may be organized to do business.

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Attachment to Foreign Corporation Certificate - Florida

CHANCELLOR OF CLEARWATER, INC. OFFICERS & DIRECTORS

<u>Name</u>	<u>Business Address</u>
Abraham D. Gosman Sole Director and President	197 First Avenue Needham, MA 02194
James M. Clary, III	197 First Avenue
Vice President and Secretary	Needham, MA 02194
Frederick R. Leathers	197 First Avenue
Vice President and Treasurer	Needham, MA 02194
Richard P. Zermani	197 First Avenue
Vice President and Secretary	Needham, MA 02194

SEGRETARY OF STATE DIVISION OF CORPORATIONS

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State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHANCELLOR OF CLEARWATER, 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 FIRST DAY OF DECEMBER, A.D. 1997.

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

Edward J. Freel, Secretary of State