

Document Number Only

F98000002265

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

100002494951--2  
-04/21/98--01041--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

4/21

Black Diamond Capital Corporation

98 APR 21 PM 30

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☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ UCC-1 UCC-3

☐ Certified Copy

☐ Photo Copies

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W.P. Verifier

APR 21 1998

File Simon H. Harnow

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Thanks, Melanie

# 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. Black Diamond Capital Corporation

(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. April 14, 1998

(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 817.156, F.S.))

7. 1415 Foulk Road, Suite 205

Wilmington, DE 19803

(Current mailing address)

8. Real Estate Company

(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 obligation of my position as registered agent.

C T Corporation System

Bonnie A. Schumm

(Registered agent's signature) (Officer)

Bonnie A. Schumm, Asst. Secy.

(Type Name and Title of Officer)

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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: Please See Attached List

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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B. OFFICERS

President: Please See Attached List

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

13.

*Deanna Voss*

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Deanna Voss, Vice President and Secretary

(Typed or printed name and capacity of person signing application)

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## BLACK DIAMOND CAPITAL CORPORATION

### OFFICERS

Robert Rothman	Chairman	100 N. Tampa Street Suite 3675 Tampa, FL 33602
Peter R. Porrino	President and Chief Executive Officer	One Landmark Square Stamford, CT 06901
Mark R. Sarlitto	Executive Vice President and General Counsel	One Landmark Square Stamford, CT 06901
Kim P. Buchanan	Executive Vice President	100 N. Tampa Street Suite 3675 Tampa, FL 33602
Charles L. Beale	Senior Vice President	1415 Foulk Road Suite 205 Wilmington, DE 19803
John R. Garthwaite	Vice President and Treasurer	100 N. Tampa Street Suite 3675 Tampa, FL 33602
Leonard Scaglione	Vice President	7720 Royal Street East Park City, UT 84060
Deanna Voss	Vice President and Secretary	1415 Foulk Road Suite 205 Wilmington, DE 19803
Denise K. Forster	Assistant Secretary	100 N. Tampa Street Suite 3647 Tampa, FL 33602

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## BLACK DIAMOND CAPITAL CORPORATION

### DIRECTORS

Robert Rothman	Director	100 N. Tampa Street Suite 3675 Tampa, FL 33602
Kim P. Buchanan	Director	100 N. Tampa Street Suite 3675 Tampa, FL 33602
Peter R. Porrino	President and Chief Executive Officer	One Landmark Square Stamford, CT 06901
Mark R. Sarlitto	Executive Vice President and General Counsel	One Landmark Square Stamford, CT 06901

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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 "BLACK DIAMOND CAPITAL CORPORATION" 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 TWENTIETH DAY OF APRIL, A.D. 1998.

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

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9033843

DATE:

04-20-98