

Document Number Only

CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

000002558640--5

-06/15/98--01042--001

*****52.50 *****52.50

W98-13601

Zephyr Management, Inc.

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 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

Please Return Extra Copies
File Stamped.

Thank You!!

6/12

Hope

000002558640--5

-06/12/98--01058--024

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

RECEIVED
93 JUN 12 PM 12:21
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
6/15



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
98 JUN 15 AM 11:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

June 12, 1998

CT CORPORATION SYSTEM
ATTN: HOPE

SUBJECT: ZEPHYR MANAGEMENT, INC.
Ref. Number: W98000013601

We have received your document for ZEPHYR MANAGEMENT, 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:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 198A00033050

See,

Also attached is 52.50 for a CCopy. Please
backdate. Thank you! Hope-CT

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

FT

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. ZEPHYR MANAGEMENT, 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. NEW YORK 3. 13-3332991
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/16/94 5. PERPETUAL
(Date of Incorporation) (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 817.155.
7. 320 PARK AVENUE
NEW YORK, NY 10022
(Current mailing address)
8. INVESTMENT ADVICE
(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: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT CORPORATION SYSTEM
c/o CT Corporation System
Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, Florida, 33324
(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.

Connie Bryan
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
(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.

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: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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 JUN 12 PM 12:40
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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. ALBERT J. BARTOSIC, TREASURER
 (Typed or printed name and capacity of person signing application)

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)

Director: Thomas C. Barry
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

Director: Bruce C. Lueck
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

Director: Richard T. Watson
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

Director: Michael J. Horvitz
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

Director: Iain O.S. Saunders
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

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TALLAHASSEE FLORIDA

B. OFFICERS (Street address only – P.O.Box Not acceptable)

President: Thomas C. Barry
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

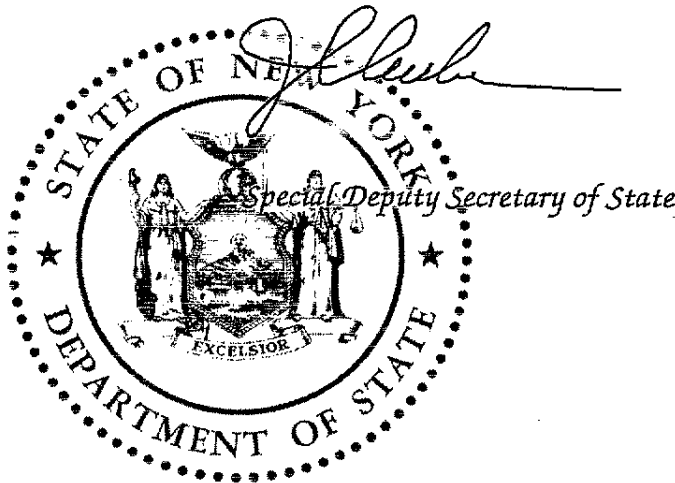
Treasurer: Albert J. Bartosic
Address: c/o Zephyr Management, Inc.
320 Park Avenue
New York, NY 10022

**State of New York
Department of State**

ss:

I hereby certify, that the certificate of incorporation of ZEPHYR MANAGEMENT, INC. was filed on 05/16/1994, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of June
one thousand nine hundred and
ninety-eight.*



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98 JUN 12 PM 12:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA