

Document Number Only

F98000003499

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32310 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

700002566057--5

-06/19/98--01102--015

\*\*\*\*\*8.75 \*\*\*\*\*8.75

700002566057--5

-06/19/98--01102--016

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Republic SPA 2 Corp.

☒ 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

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☐ Will Wait

☒ Pick Up

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Name

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Examiner

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98 JUN 19 PM 12:23  
DIVISION OF CORPORATION  
6/19

FILED

6/19

# 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. Republic SPC2 Corp.  
(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. June 16, 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. 111 Second Avenue, N.E., Suite 300, St. Petersburg, Florida 33701  
(Current mailing address)
8. To act as a special purpose entity in connection with the securitization of financial assets.  
(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

VICKY GOLDSTEIN  
SPECIAL ASSISTANT SECRETARY

(Registered agent's signature) (Officer)

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TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

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: \_\_\_\_\_

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

\_\_\_\_\_

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

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

\_\_\_\_\_

Director: see attached list of directors

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

\_\_\_\_\_

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

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

\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

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

\_\_\_\_\_

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

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

\_\_\_\_\_

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

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

\_\_\_\_\_

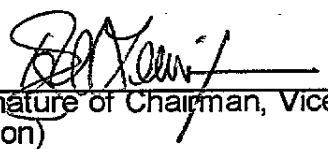
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TALLAHASSEE FLORIDA

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

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

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. Timothy C. Leixner, Assistant Secretary

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

**Directors of  
Republic SPC2 Corp.**

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1. Alfred T. May  
111 Second Avenue, N.E., Suite 300  
St. Petersburg, Florida 33701
2. William J. Morrison  
111 Second Avenue, N.E., Suite 300  
St. Petersburg, Florida 33701
3. Todd G. Cole  
111 Second Avenue, N.E., Suite 300  
St. Petersburg, Florida 33701

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TALLAHASSEE FLORIDA

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

**Officers of  
Republic SPC2 Corp.**

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1. John W. Sapanski, President  
111 Second Avenue, N.E., Suite 300  
St. Petersburg, Florida 33701
2. William R. Falzone, Vice President, Secretary and Treasurer  
111 Second Avenue, N.E., Suite 300  
St. Petersburg, Florida 33701
3. Timothy C. Leixner, Assistant Secretary  
One East Broward Boulevard, Suite 1300  
Fort Lauderdale, Florida 33301
4. Brian P. Peters, Vice President and Assistant Treasurer  
111 Second Avenue, N.E., Suite 300  
St. Petersburg, Florida 33701

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REPUBLIC SPC2 CORP." 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 SEVENTEENTH DAY OF JUNE, A.D. 1998.

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

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98 JUN 19 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



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

Edward J. Freel, Secretary of State

2909287 8300

981233497

AUTHENTICATION:

DATE:

9143793

06-17-98