



THE UNITED STATES  
CORPORATION  
COMPANY

98000003692

ACCOUNT NO. : 072100000032

REFERENCE : 868037 5024472

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE : June 24, 1998

ORDER TIME : 9:46 AM

ORDER NO. : 868037-005

CUSTOMER NO: 5024472

CUSTOMER: Michele Penaranda, Legal Asst  
Solomon And Weinberg LLP  
70 East 55th Street

New York, NY 10022

100002574771--7

FOREIGN FILINGS

NAME: BLACKACRE CAPITAL MANAGEMENT  
CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

FILED  
98 JUN 29 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
98 JUN 29 PM 12:09  
DIVISION OF CORPORATION

# 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. Blackacre Capital Management 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. Connecticut 3. 061403122  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 2, 1994 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, F.S.))

7. 450 Park Avenue, New York, New York 10022

(Current mailing address)

8. To own and operate real property .

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301  
(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.

Corporation Service Company  
By: Haren B. P. [Signature]  
(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: \_\_\_\_\_

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

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

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

Director: Jeffrey B. Citrin

Address: 450 Park Avenue, New York, New York 10022

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

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

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

Co-Presidents: Jeffrey B. Citrin and Stephen Feinberg

Address: 450 Park Avenue

New York, New York 10022

Vice President: Howard M. Glatzer and Ronald J. Kravit

Address: 450 Park Avenue

New York, New York 10022

Secretary: Stephen P. Engst

Address: 450 Park Avenue

New York, New York 10022

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

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

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

13. \_\_\_\_\_ Jeffrey B. Citrin, Co-President

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

14. Ronald J. Kravit, Vice President

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

FILED  
98 JUN 29 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,  
and keeper of the seal thereof, DO HEREBY CERTIFY, that

BLACKACRE CAPITAL MANAGEMENT CORP.

a STOCK corporation under the Connecticut General Statutes was filed  
in this office on August 2, 1994.

Insofar as the records of this office reveal, the corporation is in  
existence.

*Miles S. Rapoport*

Secretary of the State

FILED  
98 JUN 29 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Date Issued: June 24, 1998