

F98000004689



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 928108 4341431

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizitz

ORDER DATE : August 14, 1998

ORDER TIME : 2:25 PM

ORDER NO. : 928108-005

700002616877--6

CUSTOMER NO: 4341431

CUSTOMER: Kathleen Little, Legal Asst
Gallagher & Kennedy, P.a.
2600 North Central Avenue

Phoenix, AZ 85004

FOREIGN FILINGS

NAME: PAMI-FL-LEMB V INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 PM 3:38

6298-186
no attachment
for dis. draft

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Hk 8/17

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

RECEIVED
98 AUG 14 PM 4:17
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 17, 1998

CSC

SUBJECT: PAMI-FL-LEMB-V INC.
Ref. Number: W98000018632

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The registered agent must sign accepting the designation.

You must list the names and street addresses of the officers and directors of the corporation on the form/application.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 198A00042429

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACTION 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. PAMI-FL-LEMB V 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. Delaware
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. 8-12-98
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON registration
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. c/o Lehman Brothers Inc.
3 World Financial Center, 12th Floor, New York, NY 10285
(Current mailing address)
8. All lawful activity
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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 obligations of my position as registered agent.

CORPORATION SERVICE COMPANY

By: Karen B. Ruzar

(Registered agent's signature) (Officer)
Karen B. Ruzar, Asst. Sec.

Corporation Service Company

(Type Name and Title of Officer)

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DIVISION OF CORPORATIONS
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8-13-98 : 2:46PM : GALLAGHER & KENNEDY-

212 262 1916:# 5/ 6

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 --SEE ATTACHED SCHEDULE--

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS --SEE ATTACHED SCHEDULE--

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

SENT BY:

8-13-98 ; 2:46PM ; GALLAGHER & KENNEDY-

212 262 1916:# 6/ 6

Treasurer: _____

Address: _____

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

13.

Walter F.X. Healy

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

14.

Walter F.X. Healy, Vice President

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

**ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

Item #12

Directors

Yon K. Cho
Edward J. Meylor

**Officers
(Partial List)**

Yon K. Cho	President and Treasurer
Edward J. Meylor	Vice President
Dean Marsan	Vice President
Walter F.X. Healy	Vice President and Assistant Secretary
Jennifer Marre	Secretary
Eileen Bannon	Assistant Secretary

90 Lehman Brothers INC.
3 World Financial Center, 12th floor
New York, NY 10285

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PAMI-FL-LEMB V 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 THIRTEENTH DAY OF AUGUST, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PAMI-FL-LEMB V INC." WAS INCORPORATED ON THE TWELFTH DAY OF AUGUST, A.D. 1998.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 PM 3:33



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9252433

DATE: 08-13-98