

F98000005654

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

W9/KL Gen-PAL, Inc.

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

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☒ Foreign

☐ Limited Partnership

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JEFF BUTERFIELD

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**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 TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. W9/KL Gen-Par, 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. pending

(FEI number, if applicable)

4. October 7, 1998

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. pending qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 317.156, F.S.))

7. c/o Whitehall Fund, 85 Broad Street, 19th Floor, New York,

New York 10004

(Current mailing address)

8. to engage in any lawful act or 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: CT Corporation System

Office Address: 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.

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN

(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 Please refer to attached listing.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS Please refer to attached listing.

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13. *Adam J. Brooks*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Adam J. Brooks, Assistant Vice President and Assistant Secretary
(Typed or printed name and capacity of person signing application)

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Officers and Directors of W9/KL GEN-PAR, INC.		
<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Stuart M. Rothenberg	85 Broad Street, 19th Floor New York, NY 10004	Director and Vice President
Daniel M. Neidich	85 Broad Street, 19th Floor New York, NY 10004	President
Douglas G. Gunn	85 Broad Street, 19th Floor New York, NY 10004	Vice President
Elizabeth A. O'Brien	85 Broad Street, 19th Floor New York, NY 10004	Vice President and Assistant Secretary
Todd A. Williams	85 Broad Street, 19th Floor New York, NY 10004	Vice President, Assistant Secretary and Assistant Treasurer
David M. Weil	85 Broad Street, 19th Floor New York, NY 10004	Vice President
Edward M. Siskind	85 Broad Street, 19th Floor New York, NY 10004	Vice President and Assistant Treasurer
Ralph F. Rosenberg	85 Broad Street, 19th Floor New York, NY 10004	Vice President and Assistant Secretary
Michael K. Klingher	85 Broad Street, 19th Floor New York, NY 10004	Vice President
Kevin D. Naughton	85 Broad Street, 19th Floor New York, NY 10004	Vice President, Secretary and Treasurer
Angie Madison	85 Broad Street, 19th Floor New York, NY 10004	Vice President
Zubin Irami	85 Broad Street, 19th Floor New York, NY 10004	Assistant Vice President and Assistant Secretary
Ronald Bernstein	85 Broad Street, 19th Floor New York, NY 10004	Assistant Vice President and Assistant Secretary
Adam J. Brooks	85 Broad Street, 19th Floor New York, NY 10004	Assistant Vice President and Assistant Secretary

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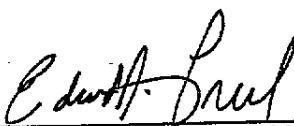
State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "W9/KL GEN-PAR, 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 EIGHTH DAY OF OCTOBER, A.D. 1998.

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

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Edward J. Freel, Secretary of State

AUTHENTICATION: 9345812

DATE: 10-08-98

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