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### 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.	Chancellor of Wellington, 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 (FEI number, if applicable)
	, or the second of the second
4.	October 26, 1998 5. Perpetual
	(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
_	Fig. 8 7
6.	Upon Oualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.)
	Upon Qualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.)
7.	Upon Oualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.)  197 First Avenue, Needham, Massachusetts 02494
	RATE OF
	(Current mailing address)
8.	To engage in any lawful act or activity for which corporations may be organized. (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: Island Road South Pine
	Plantation , Florida, 33324
	(Zip Code)
	D. Registered agent acceptance:
H	aving been named as registered agent and to accept service of process for the above stated corporation at the place

and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

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,

(Registered agent's signature) (Officer)

PATRICIA A. CANARIO,

(FL - 2189 - 11/16/94)

- 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:

۹.	DIRECTORS		
	Chairman	Abraham D. Gosman	_
		197 First Avenue	
		Needham, Massachusetts 02494	<b>-</b>
	Vice Chai	rman:	
	Address:_		
	_		-
	Director:_		- 15 <b>98</b>
	Address:		THE STATE OF THE S
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	Address:	· · · · · · · · · · · · · · · · · · ·	FILED BOCT 30 PH 3: 37 ECMEASSEEFLEATE
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В.	OFFICERS		
	President	See attached list of officers	_
	Address:	<u>-</u>	
	Vice Pres	ident:	matte
	Address:		
			-
	Secretary	•	-
	Address:		

Treasurer:	
Address: _	
NOTE: If necessary, yo and/or directors.	u may attach an addendum to the application listing additional officers
13. (Signature of Chairma	an, Vice Chairman, or any officer listed in number 12 of the
14. Jeffrey P. Neterval (Typed or printed nar	ne and capacity of person signing application)

PILED 98 OCT 30 PM 3: 37 SECKETARY OF STATE

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

## Officers of Chancellor of Wellington, Inc.

- Abraham D. Gosman, President 197 First Avenue Needham, Massachusetts 02494
- Frederick\_R. Leathers, Vice President and Treasurer 197 First Avenue Needham, Massachusetts 02494
- Jeffrey P. Neterval, Vice President and Secretary 197 First Avenue Needham, Massachusetts 02494
- 4. David Currie, Vice President and Assistant Secretary 197 First Avenue Needham, Massachusetts 02494
- 5. Paul Zaylor, Vice President 197 First Avenue Needham, Massachusetts 02494



#### State of Delaware

PAGE

#### Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHANCELLOR OF WELLINGTON, 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 TWENTY-EIGHTH DAY OF OCTOBER, A.D. 1998.

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

Edward J. Freel, Secretary of State

2959385 8300 AUTHENTICATION:

9376595

981415282

DATE: 10-28-98