

# F98000006207



**THE UNITED STATES  
CORPORATION  
COMPANY**

ACCOUNT NO. : 072100000032

REFERENCE : 026827 4303929

AUTHORIZATION : *Potencia Puyate*

COST LIMIT : \$ 78.75

ORDER DATE : November 10, 1998

ORDER TIME : 10:32 AM

ORDER NO. : 026827-005

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst.  
Greenberg Traurig  
1221 Brickell Avenue  
20th Floor  
Miami, FL 33131

500002684525--0

FOREIGN FILINGS

NAME: BV MOTOWN CAFE MANAGEMENT,  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

**FILED**  
**RECEIVED**  
98 NOV 10 PM 1:26  
98 NOV 10 PM 12:07  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

AL NOV - 9 1998

**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. BV Motown Cafe Management, 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 3. 04-3253602  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 2, 1994 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. No business transacted to date  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. One Federal Street, 23rd Floor  
Boston, MA 02110-2003  
(Current mailing address)

8. Restaurant and nightclub  
(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'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.*

Karen B. Rozar Karen B. Rozar, Asst. Sec.  
(Registered agent's signature) Corporation Service Company

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.

FILED  
98 NOV 10 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director

~~Chairman:~~ Martha M. W. Crowninshield

Address: Boston Ventures Management, Inc.

One Federal Street, 23rd Floor, Boston, MA 02110-2003

Director

~~Vice Chairman:~~ Barbara M. Ginader

Address: Boston Ventures Management, Inc.

One Federal Street, 23rd Floor, Boston, MA 02110-2003

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

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

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

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

FILED  
98 NOV 10 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Martha H. W. Crowninshield

Address: Boston Ventures Management, Inc.

One Federal Street, 23rd Floor, Boston, MA 02110-2003

~~Vice President:~~ Barbara M. Ginader

Secretary

Address: Boston Ventures Management, Inc.

One Federal Street, 23rd Floor, Boston, MA 02110-2003

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

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

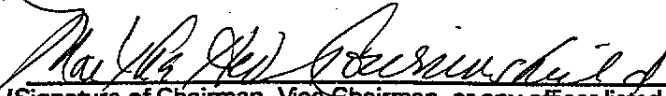
Treasurer: Sherri D. Floros

Address: Boston Ventures Management, Inc.

One Federal Street, 23rd Floor, Boston, MA 02110

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.

Martha H. W. Crowninshield, President

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

*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 "BV MOTOWN CAFE MANAGEMENT, 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-THIRD DAY OF SEPTEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
98 NOV 10 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1847

2457797 8300  
981368182



9316756  
09-23-98  
*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:  
DATE: