



THE UNITED STATES  
CORPORATION  
COMPANY

F990000000642

ACCOUNT NO. : 072100000032

REFERENCE : 120576 4341431

AUTHORIZATION : Patricia Pagan

COST LIMIT : \$ 78.75

ORDER DATE : February 2, 1999

ORDER TIME : 12:19 PM

ORDER NO. : 120576-015

400002762604--9

CUSTOMER NO: 4341431

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

Phoenix, AZ 85004

FOREIGN FILINGS

NAME: PAMI-FL 20 INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
XX        CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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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 TRANSACTIONS BUSINESS IN THE  
STATE OF FLORIDA:

1. PAMI-FL 20 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. January 7, 1999

(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 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: Deborah D. Skipper as agent

(Registered agent's signature) (Officer)

Deborah D. Skipper

(Type Name and Title of Officer)

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1:29PM

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NO.290

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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 --SEE ATTACHED SCHEDULE--

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

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

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

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

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

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

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

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

B. OFFICERS --SEE ATTACHED SCHEDULE--

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

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

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

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NO. 290

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

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

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

13. \_\_\_\_\_

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

14. \_\_\_\_\_

Eileen M. Bannon, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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Directors and Officers  
PAMI - FL1 INC.

**JOSEPH J FLANNERY** Director  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

EDWARD J MEYLOR Director  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

YON K CHO President  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

MARGUERITE M BROGAN Vice President  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

HARRY W BRUNI Vice President  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

OLIVER M BUDDE Vice President  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

JOSEPH J FLANNERY Vice President  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR/  
NEW YORK CITY, NY 10285

DAVID GOLDFARB Vice President  
Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

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EDWARD S GRIEB Vice President

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

LEONARD J LAURICELLA Vice President

Primary : 101 HUDSON STREET  
Address : 39TH FLOOR  
JERSEY CITY, NJ 07302

KAREN C MANSON Vice President

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

JENNIFER MARRE Vice President

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

CHRISTOPHER S MCKENNA Vice President

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

EDWARD J MEYLOR Vice President

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 9TH FLOOR  
NEW YORK CITY, NY 10285

KAREN M MULLER Vice President

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 10TH FLOOR  
NEW YORK CITY, NY 10285

BARRY J O'BRIEN Vice President

Primary : 101 HUDSON STREET  
Address : 39TH FLOOR  
JERSEY CITY, NJ 07302

ANTHONY J TARANTO Vice President

Primary : 101 HUDSON STREET  
Address : 39TH FLOOR  
JERSEY CITY, NJ 07302

MARC A SILVERMAN Treasurer

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

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JENNIFER MARRE Secretary

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

JOSEPH M BAXLEY Assistant Treasurer

Primary : 101 HUDSON STREET  
Address : 38TH FLOOR  
JERSEY CITY, NJ 07302

KATHRYN M BOPP FLYNN Assistant Treasurer

Primary : 101 HUDSON STREET  
Address : 31ST FLOOR  
JERSEY CITY, NJ 07302

ROBERT M MURACH Assistant Treasurer

Primary : 101 HUDSON STREET  
Address : 31ST FLOOR  
JERSEY CITY, NJ 07302

RHONDA S TEADORE Assistant Treasurer

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

EILEEN M BANNON Assistant Secretary

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

Jeannine M. Cozzati Assistant Secretary

Primary : 3 World Financial Center  
Address : New York, New York 10285

MADELINE L SHAPIRO Assistant Secretary

Primary : WORLD FINANCIAL CENTER  
Address : 200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

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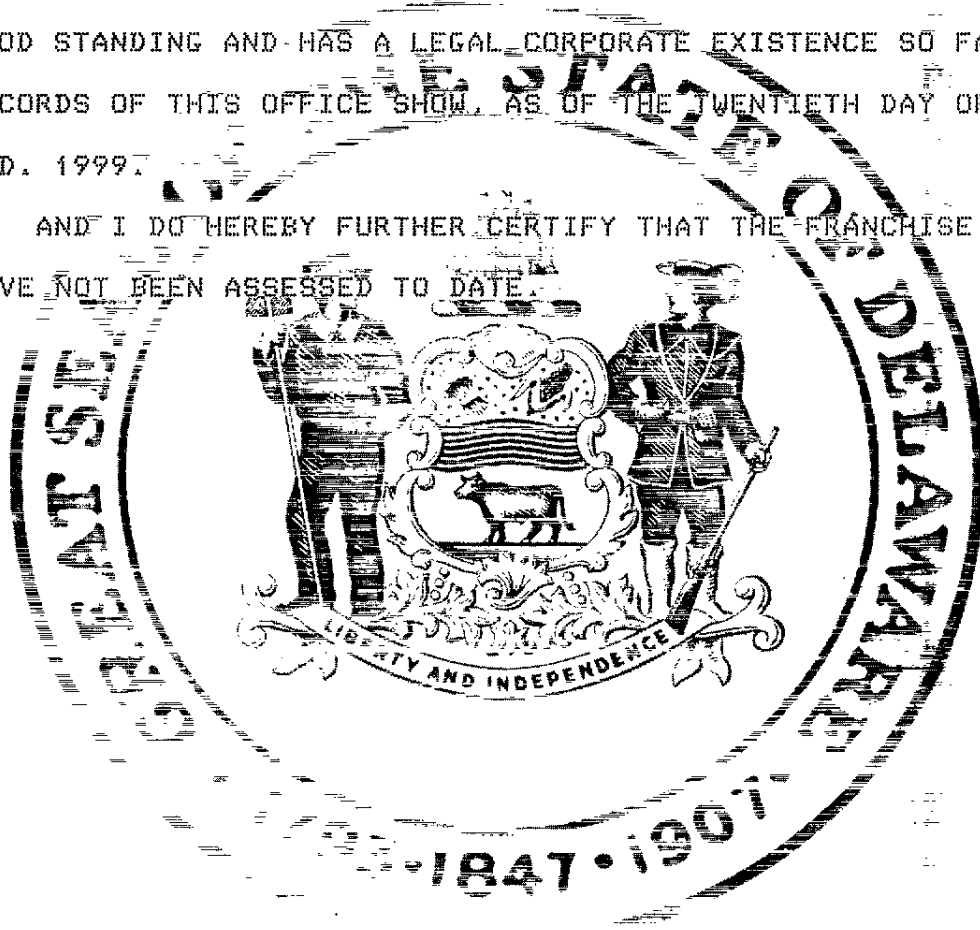
*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PAMI-FL20, 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 TWENTIETH DAY OF JANUARY, A.D. 1999.

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



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9530292

DATE:

01-20-99