



F99000000/492

ACCOUNT NO. : - 072100000032

REFERENCE : 171430 5024449

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizutto*

ORDER DATE : March 16, 1999

ORDER TIME : 10:16 AM

ORDER NO. : 171430-005

CUSTOMER NO: 5024449

400002811984--6

CUSTOMER: Ms. Jeannine M. Cozzati  
Lehman Brothers  
3 World Financial Center  
200 Vesey Street, 5th Floor  
New York, NY 10285

FOREIGN FILINGS

NAME: LEHMAN GLOBAL FINANCE INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

DIVISION OF CORPORATION

92:1111 618W66

CEA13080

99 MAR 19 PM 12:49  
SECRETARY OF STATE  
DIVISION OF CORPORATION

*JP 3/19*

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
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. Lehman Global Finance 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. \_\_\_\_\_

(FEI number, if applicable)

4. December 16, 1998

(Date of Incorporation)

5. Perpetual

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

6. N/A

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 3 World Financial Center, NY, NY, 10285

Attn: Director of Registration

(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)  
in the State of Florida.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

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.

Corporation Service Company

By: Vicki Schreiber, att. i.d.

(Registered agent's signature)

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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

**A. DIRECTORS** (Street address only- P.O. Box **NOT** acceptable)

Chairman: See attached.

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

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

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

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

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

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

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

**B. OFFICERS** (Street address only- P.O. Box **NOT** acceptable)

President: See attached

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

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

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

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

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

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

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

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

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

14. Jeannine M. Cozati, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

## Directors, Officers Report

Lehman Global Finance Inc.

Tuesday, March 16, 1999

**BRENTON D ANDERSON** **Director**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 10TH FLOOR  
NEW YORK CITY, NY 10285

**JONATHAN H EPSTEIN** **Director**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

**KEVIN JP HAYES** **Director**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

### OFFICERS

**BRENTON D ANDERSON** **Chairman**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 10TH FLOOR  
NEW YORK CITY, NY 10285

**JONATHAN H EPSTEIN** **President**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

**KEVIN JP HAYES** **Chief Financial Officer**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

**KAREN C MANSON** **Vice President**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 24TH FLOOR  
NEW YORK CITY, NY 10285

**KAREN M MULLER** **Vice President**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 10TH FLOOR  
NEW YORK CITY, NY 10285

**EDWARD S GRIEB** **Controller**  
Primary Address: WORLD FINANCIAL CENTER  
200 VESEY STREET, 8TH FLOOR  
NEW YORK CITY, NY 10285

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

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SECRET  
DIVISION 11  
FBI

Lehman Global Finance Inc.

**JENNIFER MARRE**

**Secretary**

Primary Address:

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

**JOSEPH M BAXLEY**

**Assistant Treasurer**

Primary Address:

101 HUDSON STREET  
38TH FLOOR  
JERSEY CITY, NJ 07302

**KATHRYN M BOPP FLYNN**

**Assistant Treasurer**

Primary Address:

101 HUDSON STREET  
31ST FLOOR  
JERSEY CITY, NJ 07302

**ROBERT M MURACH**

**Assistant Treasurer**

Primary Address:

101 HUDSON STREET  
31ST FLOOR  
JERSEY CITY, NJ 07302

**BARRY J O'BRIEN**

**Assistant Treasurer**

Primary Address:

101 HUDSON STREET  
39TH FLOOR  
JERSEY CITY, NJ 07302

**ANTHONY J TARANTO**

**Assistant Treasurer**

Primary Address:

101 HUDSON STREET  
39TH FLOOR  
JERSEY CITY, NJ 07302

**RHONDA S TEADORE**

**Assistant Treasurer**

Primary Address:

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

**EILEEN M BANNON**

**Assistant Secretary**

Primary Address:

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

**Jeannine M. Cozzati**

**Assistant Secretary**

Primary Address:

3 World Financial Center  
New York, New York 10285

**MADELINE L SHAPIRO**

**Assistant Secretary**

Primary Address:

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

**NEAL B LEONARD**

**Executive Director**

Primary Address:

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

**WILLIAM E LIGHTEN**

**Executive Director**

Primary Address:

WORLD FINANCIAL CENTER  
200 VESEY STREET, 12TH FLOOR  
NEW YORK CITY, NY 10285

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SECRETARY OF STATE  
DIVISION OF CORPORATE AND FINANCIAL SERVICES  
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State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEHMAN GLOBAL FINANCE 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 SEVENTEENTH DAY OF MARCH, A.D. 1999.

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

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

SECRETARY OF STATE  
DIVISION OF CORPORATE AFFAIRS  
99 MAR 19 PM 12:49



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9631789

DATE:

03-17-99