Address Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) M. Pick up time Call me Decertified Copy Walk in Photocopy Certificate of Status Will wait Mail out AMIENDMENTS: NEW HILINGS Profit Amendment Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other REGISTRATION OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

CR2E031(1/95)

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.		acquisition Holdings, Inc.		····
	words or abbrev	ration; must include the word "INCORPORATE riations of like import in language as will clearly or partnership if not so contained in the name at p	indicate that	NY", "CORPORATION" or it is a corporation instead of a
2.	Delaw	vare 3		
	(State or country	under the law of which it is incorporated)	•	(FEI number, if applicable)
4.	May 27, 1999 [Date of incorporation] 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")			
	(Dat	te of incorporation) (Dura	tion: Year c	orp. will cease to exist or "perpetual")
6.	Upon	Qualification		
	(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)			
7.	8000 Governor's Square Blvd., Suite 300			
	Miami Lakes, FL 33016			
	***	(Current mailing address	s)	· · · <u> </u>
8.	Any and all business allowed by Florida law			
	(Purpose(s) of corporation authorized in home state or cour	ntry to be car	ried out in state of Florida)
9.	Name and stre	eet address of Florida registered agent: (P.	O. Box or N	Mail Drop Box NOT acceptable)
	Name:	M. Hope Keating, Esquire		Mail Drop Box NOT acceptable
Office Address:		101 East College Avenue		RAIC OF
	_	Tallahassee	, Florida,	32301
				(Zip code)
10.	. Registered as	gent's acceptance:		
		-		
in i coi	this application, nply with the pro	d as registered agent and to accept service of pro I hereby accept the appointment as registered a povisions of all statutes relative to the proper and gations of my position as registered agent.	gent and agre	
m. Hen Kentin				
(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.

Sent by: GREENBERG TRAURIG TALLAHASSEE 850 681 0207 1; 06/30/99 3:22PM; Jetfax #377; Page 2/3 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) Francis L. Shea, IIL Chairman: __ 8000 Governor's Square Blvd, Suite 300 Address: Miami Lakes, FL 33016 Vice Chairman: Address: __ Director: Address: Director: B. OFFICERS (Street address only - P.O. Box NOT acceptable) Francis L. Shea, III President: 8000 Governor's Square Blvd, Suite 300 Address: Miami Lakes, FL 33016 Vice President: Kenneth Veneziano 8000 Governor's Square Blvd., Suite 300 Address: Miami lakes, FL 33016 Christopher Donovan Secretary: ___ 75 State Street Address: _ Boston, Massachusetts James Murphy Treasurer: 8000 Governor's Square Blvd., Suite 300 Address: ___

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)

Kenneth Veneziano, Executive Vice Président

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

Miami Lakes, FL 33016

State of Delaware

Office of the Secretary of State PAGE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FHC ACQUISITION HOLDINGS, 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-SEVENTH DAY OF MAY, A.D. 1999.



AUTHENTICATION:

DATE:

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3048611 8300

991212453

05-27-99