



99000004103

ACCOUNT NO. : 072100000032

REFERENCE : 319383 4331673

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : July 26, 1999

ORDER TIME : 12:27 PM

ORDER NO. : 319383-005

CUSTOMER NO: 4331673

100002945241--3

CUSTOMER: Ms. Alicia M. Cali  
Fulcrum Financial Advisors, inc  
501 Boylston Street  
7th Floor  
Boston, MA 02117

RECEIVED

99 JUL 29 PM 1:39

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

W99-17612

NAME:

FULCRUM FINANCIAL ADVISORS,  
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: Tamara Odom

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Wg/10



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

**RESUBM**

Please give original  
submission date as file date.

*Please backdate.*

July 29, 1999

CSC  
ATTN: TAMARA ODOM

SUBJECT: FULCRUM FINANCIAL ADVISORS, INC.  
Ref. Number: W99000017612

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

A brief description of the entity's nature of business must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

 Lee Rivers  
Document Specialist

Letter Number: 799A00038755

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JUL 30 1999  
9:02:05

**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. FULCRUM FINANCIAL ADVISORS, 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. MASSACHUSETTS 3. 04-3405306  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/9/98 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. NOT YET CONDUCTING BUSINESS IN THE STATE OF FLORIDA  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 501 BOYLSTON STREET  
BOSTON, MA 02116  
(Current mailing address)
8. Any and all lawful business as permitted by the State of Florida.  
(Purpose(s) of corporation authorized in home state or country to be carried out in 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: Carol K Dolor  
(Registered agent's signature)  
Carol K Dolor, Authorized Representative

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)

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FLORIDA  
SECRETARY OF STATE

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 Sheet

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

Vice Chairman: N/A

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

Director: See Attached Sheet

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

Director: See Attached Sheet

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

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

President: See Attached Sheet

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

Vice President: See Attached Sheet

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

Secretary: See Attached Sheet

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

Treasurer: See Attached Sheet

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

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TALLAHASSEE FLORIDA

**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. \_\_\_\_\_

JAMES A. MEDEIROS, ASST. TREASURER & DIRECTOR

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

# FULCRUM

## FINANCIAL ADVISORS



### Officers & Directors

As of March 1, 1999

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
James M. Benson	Chairman & Director	501 Boylston Street Boston, MA 02116
Ronald L. Boswell	Treasurer	1140 Avenue of the Americas New York, NY 10036
Alexander D. Brunini	President & Director	One Madison Avenue New York, NY 10010
Anne M. Goggin	General Counsel	501 Boylston Street Boston, MA 02116
Robert J. Griffin Jr.	Vice President	2501 Blue Ridge Road, Suite 300 Raleigh, NC 27607
Gregory Harrison	Asst. Treasurer/ Taxes	One Madison Avenue New York, NY 10036
Daniel D. Jordan	Clerk & Secretary	501 Boylston Street Boston, MA 02116
James A. Medeiros	Asst. Treasurer & Director	501 Boylston Street Boston, MA 02116
John P. Moraites	Director	2501 Blue Ridge Rd., Suite 300 Raleigh, NC 27607
Michael E. Toland	Chief Compliance Officer	501 Boylston Street Boston, MA 02116
Judy E. Weiss	Director	One Madison Avenue New York, NY 10010
MetLife New England Holdings, Inc	Parent/ Shareholder	One Madison Avenue New York, NY 10036

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FILED



William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

July 26, 1999

TO WHOM IT MAY CONCERN:

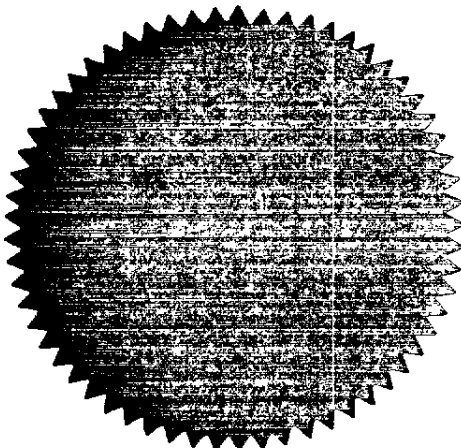
I hereby certify that according to the records of this office

**FULCRUM FINANCIAL ADVISORS, INC.**

is a domestic corporation organized on **January 9, 1998**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

**FILED**  
99 JUL 29 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

\* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

\*\* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.