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**FLETCHER, TILTON & WHIPPLE**  
C O U N S E L O R S A T L A W

December 29, 2000

VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Foreign Registration  
Jenkins Starr, LLC  
Federal Id. No.: 04-3541622  
Organized in Delaware: December 14, 2000

Ladies and Gentlemen:

In connection with the above captioned domestic Delaware limited liability company, I enclose herewith for filing an Application for Registration and a good standing certificate issued by the State of Delaware. A check in the amount of \$125.00 is enclosed in payment of the filing fee and Designation of Registered Agent Fee. Please forward a photocopy of the Application to the attention of the undersigned after filing.

Once the Application is filed, please forward to the undersigned a Certificate of Status and a certified copy of the Application for Registration. A check in the amount of \$35.00 is enclosed in payment of the fees.

Please acknowledge receipt of these Application by stamping the enclosed photocopy with the date of receipt and returning it to the undersigned in the envelope provided.

If you have any questions, please do not hesitate to contact me. Thank you for your assistance in this matter.

Very truly yours,

Christine E. Pingeton  
Legal Assistant

Enclosures

cc: Ruth Jenkins  
Richard C. Barry, Jr.

John E. Hodgson  
Sumner B. Tilton, Jr.  
Phillips S. Davis  
Robert R. Kimball  
Douglas Q. Meystre  
Alexander E. Drapos  
Warner S. Fletcher  
Robert F. Dore, Jr.  
Arthur H. Miller+  
James M. Burgoyne  
William D. Jalkut  
Mark L. Donahue  
Lucille B. Brennan  
Kirk A. Carter  
Dennis F. Gorman  
Frederick M. Misilo, Jr.+  
Brian J. Buckley  
David J. Officer  
Richard C. Barry, Jr.  
Donna Toman Salvadio  
Allison R. Lane o  
Shelley D. Coelho o  
Laura Hancock Barry  
John S. Lebow

OF COUNSEL  
Ralph F. Sbrogna  
Diane M. Wittenberg

+ Admitted in New York  
+ Also admitted in Rhode Island  
+ Also admitted in New York  
+ Admitted in North Carolina

Paris Fletcher  
(1903-1989)  
Sumner B. Tilton  
(1904-1981)  
Robert J. Whipple  
(1912-1997)

FLETCHER, TILTON  
& WHIPPLE, P.C.  
The Guaranty Building  
370 Main Street-12th Floor  
Worcester, Massachusetts  
01608-1779  
Telephone: 508-798-8621  
Fax: 508-791-1201  
www.ftwlaw.com

FILED  
01 JAN -2 PM 12:00  
SECRET  
TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Jenkins Starr, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 04-3541622  
(FEI number, if applicable)
4. December 15, 2000  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing the Certificate of Authority with the state of Florida.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 114 West Boylston Street  
Worcester, MA 01606  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Ruth Jenkins, 4040 Ironwood Circle, Apt 302, Bradenton, FL 34209

Janet Starr 51 Laconia Road, Worcester, MA 01609

Annette Loring, 73 Lexington Circle, Holden, MA 01520

Christopher L. Starr, 6 Littlefield Road, Acton, MA 01720

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: To Purchase, own, sell,  
rent, lease, subdivide and hold real estate.

Ruth Jenkins  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  
Ruth Jenkins  
Typed or printed name of signee

FILED  
01 JAN 2 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE  
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Jenkins Starr, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN -2 PM 12:00

FILED

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..*

T J O'Brien  
(Signature)

Asst. V.P.

Timothy J. O'Brien

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

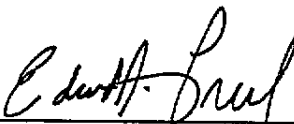
*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JENKINS STARR, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF DECEMBER, A.D. 2000.

FILED  
01 JAN -2 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0857643

DATE: 12-15-00