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16155



>	THE UNITED STATES CORPORATION	
	ACCOUNT NO. : 0	72100000032
	REFERENCE : 0	66924 4374025
	AUTHORIZATION :	Patricia D.
	COST LIMIT : \$	285.00 Mg
	ORDER DATE : December 15, 1998	
	ORDER TIME : 11:12 AM	
	ORDER NO. : 066924-005	5000027
	CUSTOMER NO: 4374025	
	CUSTOMER: Ms. Tess Cledera Investcorp International 280 Park Avenue 37th Floor, West Building New York, NY 10017 FOREIGN FILING NAME: BOCA-SOMERSET GP,	g. <u></u> <u>s</u> .
	XXXX QUALIFICATION (TYPE: LL)	
	PLEASE RETURN THE FOLLOWING AS PROOF	F OF FILING:
	CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	Mame Moore
	CONTACT PERSON: Janna Wilson	Availability Document Examiner Updater Updater Verifyer Acknowledgement Acknowledgeme

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

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

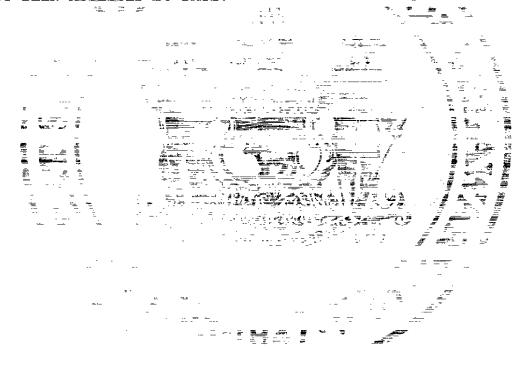
Boca-Somerset GP LLC			<u>·</u>			
ame of foreign limited liability company contained in the name at present.)	must end with the	words	"limited com	pany" or their	abbreviation	n "L.C." if n
• • • •		_	10 (00(0			
<u>Delaware</u> risdiction under the law of which foreign	limited lightlity	3	13-40348	552 El number, if	annline la	
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December 8, 1998		5	Perpetua	,1		
(Date of Organization)	 ·	(D)	mation: Year I	imited liabilit	v company	will cease to
, ,		exi	st or "perpetu	al*)	<i>y</i> 1 <i>y</i>	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
December 22, 1998						
(Date first transacted busines	ss in Florida. (See	section	ns 608.501, 60	8.502, and 81	7.155, F.S.)	
1013 Centre Road	· ·			•		
				·	· · · · · · · · · · · · · · · · · · ·	
Wilmington, DE 19805			-			
	4-		mai office)			
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^{9.} Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOCA-SOMERSET GP 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 SIXTEENTH DAY OF DECEMBER, A.D. 1998.

AND I DO_HEREBY_FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



2976459 8300 981484391



Jul 12-16-98

Edward I. Freel, Secretary of State

-AUTHENTICATION:

DATE:

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.

The name and	the Florida street addre	ess of the register	ed agent and offic	e are:
	Corporation Serv	vice Company		
		(Name)		
•	1201 Hayes Stree			
	Florida street	address (P.O. Box 1	(OT ACCEPTABLE)	-
_	Tallahassee	FL	32301	<u> </u>
•		City/State/Zip		

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.

Delegras De Skipper as agent (Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member ofcertifies:	
1) the above named limited liability company has at least two members;	
2) the total amount of cash contributed by the member(s) is	s 275,000:
3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto.)	\$;
and 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is (This total includes amounts from 2 and 3 above.)	s 775,000
Signature of a member or an authorized representative of a mem (in accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)	ber.
F. Jonathan Dracos, Vice President of 1620 North Spring	Street, Inc.

Filing Fee: \$250.00 for Application and Affidavit