



M990000001953

ACCOUNT NO. : 072100000032

REFERENCE : 510417 167868A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 125.00

ORDER DATE : December 9, 1999

ORDER TIME : 4:44 PM

ORDER NO. : 510417-010

CUSTOMER NO: 167868A

500003066905--0

CUSTOMER: Beverly Jackson, Legal Asst
First Union Corporation
One First Union Ctr
Legal Dept. - 31st Floor
Charlotte, NC 28288

FOREIGN FILINGS

NAME: FIRST UNION SHARED RESOURCES,
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

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 STATE OF FLORIDA
 TALLAHASSEE
WR 12/10



ACCOUNT NO. : 072100000032

REFERENCE : 510417 167868A

AUTHORIZATION :

Patricia Pignatelli

~~COST LIMIT : \$ 100.00~~

See next page

ORDER DATE : December 9, 1999

ORDER TIME : 4:44 PM

ORDER NO. : 510417-010

~~230003066202--5~~

CUSTOMER NO: 167868A

CUSTOMER: Beverly Jackson, Legal Asst
First Union Corporation
One First Union Ctr
Legal Dept. - 31st Floor
Charlotte, NC 28288

W99-28225

FOREIGN FILINGS

NAME: FIRST UNION SHARED RESOURCES,
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC 10 AM 8:58

RECEIVED

LL 12/10



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 10, 1999

CSC
ATTN: TAMARA ODOM

SUBJECT: FIRST UNION SHARED RESOURCES, LLC
Ref. Number: W99000028225

RESUBMIT
Please give original
submission date as file date.

We have received your document for FIRST UNION SHARED RESOURCES, LLC and the authorization to debit your account in the amount of \$100.00. However, the document has not been filed and is being returned for the following:

Please issue a cover sheet authorized the full \$125.00 filing fee.

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: 499A00058202

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99 DEC 10 PM 12:56
TAMARA ODOM
CSC

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:

1. First Union Shared Resources, LLC
(Name of foreign limited liability company)

2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

3. Applied For
(PEI number, if applicable)

4. 12/6/99
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. 12/15/99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 301 S. College Street
Charlotte, North Carolina 28288-0630
(Street address of principal office)

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

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

First Union National Bank
301 S. College Street
Charlotte, North Carolina 28288-0630

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TALLAHASSEE FLORIDA

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: Performs services
for First Union Corporation and its subsidiaries

Carol R. Mullis
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.)

Carol R. Mullis
Typed or printed name of signee

**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:

First Union Shared Resources, LLC

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

Corporation Service Company
(Name)

1201 Hays Street Suite 105
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
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 as provided for in Chapter 608, F.S..

Karla P. Duff
(Signature)

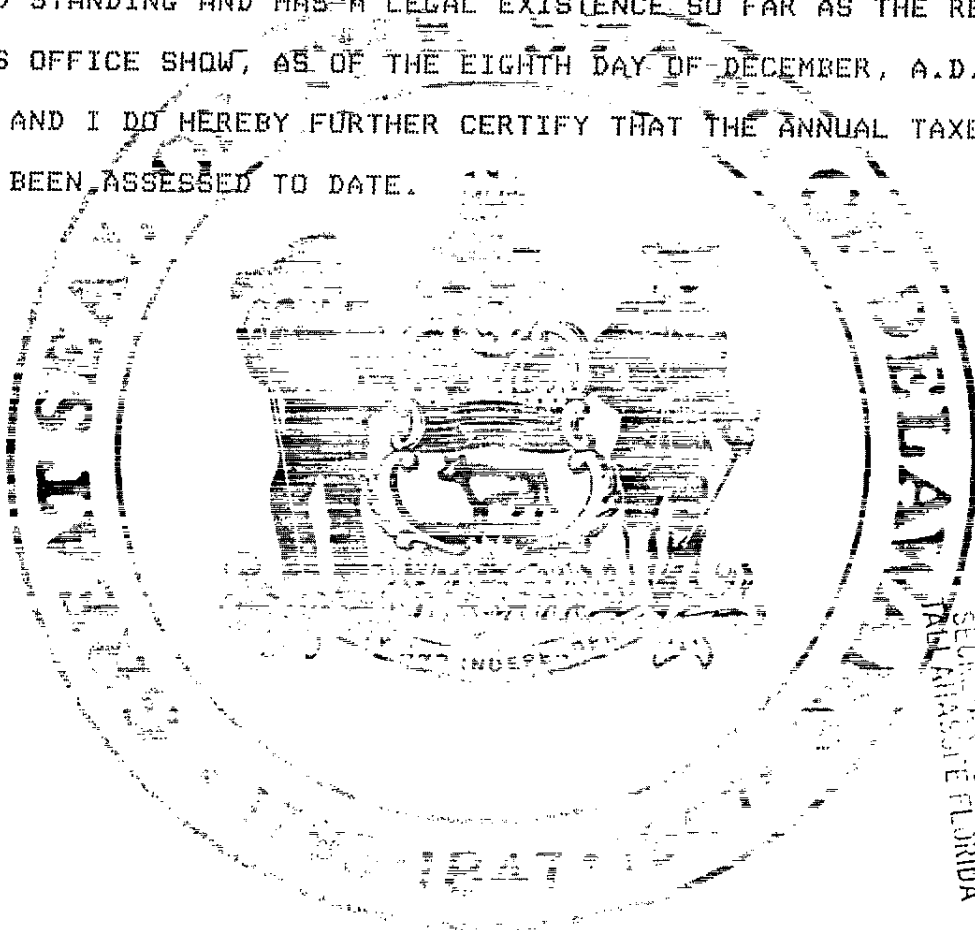
\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FL
SECRETARY OF STATE

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY 'FIRST UNION SHARED RESOURCES, 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 EIGHTH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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99 DEC 10 AM 9:39
SECRETARY OF STATE
DELAWARE

Edward J. Freel

Edward J. Freel, Secretary of State



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991524604

AUTHENTICATION: 0125475
DATE: 12-08-99