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**FLORIDA PROFIT CORPORATION OR P.A.**

**Cat Refinancing Corp.**

Certificate of Status	1
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Corporate Filing

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**ARTICLES OF INCORPORATION  
OF  
CAT REFINANCING CORP.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**  
**Name**

The name of this corporation shall be: **CAT REFINANCING CORP.**

**ARTICLE II**  
**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
52 Waltham Street Lexington, MA 02421	52 Waltham Street Lexington, MA 02421

**ARTICLE III**  
**Purposes and Duration**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

**ARTICLE IV**  
**Capital Stock**

The Corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which shall be designated Common Stock.

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CAT REFINANCING CORP.  
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**ARTICLE V  
Initial Board of Directors**

The initial Board of Directors of this corporation shall consist of two (2) member, such member to hold office until his successor or successors have been duly elected and qualified. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
Charles F. Sposota	52 Waltham Street Lexington, MA 02421
Matthew B. Bathon	52 Waltham Street

**ARTICLE VI  
Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 100 S. Ashley Drive, Suite 1500, Tampa, Florida 33602 and the initial registered agent of this corporation at such office shall be Harry P. Teichman, Esq. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE VII  
Incorporator**

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Harry P. Teichman, Esq.	100 S. Ashley Drive, Suite 1500 Tampa, Florida 33602

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**ARTICLE VIII**

**By-Laws**

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.


**ARTICLE IX**

**Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

Dated this 6th day of July, 2005.

  
\_\_\_\_\_  
Harry P. Telchman, Esq., Authorized Representative

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**CAT REFINANCING CORP.**

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, **Harry P. Teichman**, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

Dated this 6th day of July, 2005.



\_\_\_\_\_  
**Harry P. Teichman, Registered Agent**

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