

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. # 72384

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

.....
SHP Management Corp.
.....

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is SHP Management Corp.

SECOND: The name which it elects to use in Rhode Island is

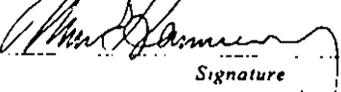
(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Maine

FOURTH: The date of its incorporation is December 21, 1992 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is One Union Street, Portland, ME 04101

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System


Signature

MARK HENNESSEY,
SPECIAL ASSISTANT SECRETARY

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

Property Management.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Daniel Smith,	Director	One Union Street, Portland, Maine ..04101.
Charles Gendron,	Director	One Union Street, Portland, Maine 04101
Chris Bowden,	Director	One Union Street, Portland, Maine ..04101.
.....		
Sharon Pray	President	One Union Street, Portland, Maine 04101
Daniel Smith.....	Vice President	One Union Street, Portland, Maine 04101
Charles Gendron!	Secretary	One Union Street, Portland, Maine ..04101.
Chris Bowden.....	Treasurer	One Union Street, Portland, Maine...04101.
.....		
.....		

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
3,000	common	(No series)	No par value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
60	common	(No series)	No par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0.00

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 150,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 150,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 12, 1993

SHP Management Corp.
[Exact Corporate Name of Corporation Making Application]

By Sharon G. Pray
Its President
and Charles P. Igo
Its Secretary

STATE OF Maine }
COUNTY OF Cumberland } SC.

At Portland in said County on the 12th day
of April, 1993, before me personally appeared Sharon Pray,
who being by me first duly sworn, declared that
he is the President of SHP Management Corp.
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

Julie A. Bell
Notary Public

(NOTARIAL SEAL)

JULIE A. BELL
NOTARY PUBLIC, MAINE
MY COMMISSION EXPIRES NOVEMBER 19, 1994

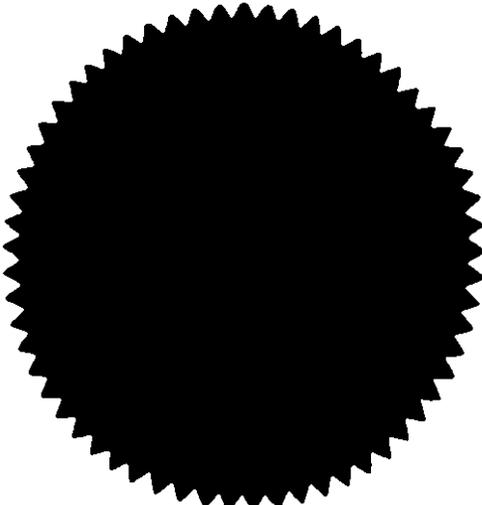
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STATE OF MAINE

Department of the Secretary of State

I, the Secretary of State of the State of Maine, do hereby Certify that the paper to which this is attached is a true copy from the records of this office.



In Testimony Whereof, I have caused the Great Seal of the State to be hereunto affixed. GIVEN under my hand at Augusta, this twenty-ninth day of April in the year of our Lord one thousand nine hundred and ninety-three

[Handwritten signature]

Secretary of State

SS-C7-89

Eric F. Saunders

(name)

100 Middle Street, Portland, ME 04104-5079

(physical location - street (not P.O. Box), city, state and zip code)

(mailing address if different from above)

ID: ("X" one box only)

1 A. 1. The number of directors constituting the initial board of directors of the corporation is 1 (See §703.1.A.)

2. If the initial directors have been selected, the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

NOT YET SELECTED

3. The board of directors [X] is [] is not authorized to increase or decrease the number of directors.

4. If the board is so authorized, the minimum number, if any, shall be 1 directors, (See §703.1.A.) and the maximum number, if any, shall be 15 directors.

B. There shall be no directors initially; the shares of the corporation will not be sold to more than twenty (20) persons; the business of the corporation will be managed by the shareholders. (See §701.2.)