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**BAIN CAPITAL INVESTORS, LLC
ANNUAL REPORT 2002**

Pursuant to the provisions of the M.G.L. c. 156C § 48, the undersigned Bain Capital Investors, LLC (the "LLC") a Massachusetts limited liability company duly formed pursuant to M.G.L. c. 156 and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the ("Act"), hereby certifies as follows:

1. The LLC's Massachusetts Identification Number is: 04-3372240.
2. The name of LLC is Bain Capital Investors, LLC.
3. The LLC was registered as a foreign limited liability company on May 30, 1997 in the Commonwealth of Massachusetts.
4. The LLC was organized in Delaware on May 28, 1997.
5. The general character of the business the LLC does in The Commonwealth of Massachusetts is to engage in any lawful act of activity for which limited liability companies may be organized under the Act of the Commonwealth of Massachusetts and engaging in any and all activities necessary or incidental to the foregoing.
6. The business address of the principal office of the LLC is: 111 Huntington Avenue, Boston, MA 02199.
7. The name and business address of the managing members of the LLC are as follows:

W. Mitt Romney	c/o Bain Capital Partners, LLC 111 Huntington Avenue Boston, Massachusetts 02199
Joshua Bekenstein	c/o Bain Capital Partners, LLC 111 Huntington Avenue Boston, Massachusetts 02199
8. The business address of the principal office of the LLC in the Commonwealth is: 111 Huntington Avenue, Boston, Massachusetts 02199.
9. The name and address of the resident agent of the LLC, which agent shall comply with 950 CMR § 112.15, is: Joshua Bekenstein, 111 Huntington Avenue, Boston, Massachusetts 02199.
10. The LLC does not have a specific date of dissolution.

FILED
DEC 10 2002
SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

11. The name of each person authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property, whether to be recorded with a Registry of Deeds or with a District Office of the Land Court is:
- a. W. Mitt Romney
 - b. Joshua Bekenstein

IN WITNESS WHEREOF, the undersigned affirms and swears, under the pains and penalties of perjury, that to the undersigned's knowledge and belief, the foregoing statements are true as of this 9th day of December, 2002.


Name: Joshua Bekenstein
Title: Managing Member