



State of Florida  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

May 20, 2002

Dear Sir or Madam:

Re: USC Consulting Group, LLC

200005637502--3  
-05/29/02--01037--010  
\*\*\*\*160.00 \*\*\*\*160.00

Enclosed please find our application for authorization to do business in the State of Florida, accompanied by a check for \$160.00 and an original certificate of existence issued by the State of Delaware.

AL

Please forward a letter of acknowledgement, certified copy and certificate of status to:

Gary Brown  
500 N. West Shore Blvd, Suite 525  
Tampa, FL 33609

FILED  
02 MAY 29 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Thank you in advance for your cooperation.

Sincerely,  
  
George W. Coffey

Office Locations  
2002 Sproul Road, Broomall, PA 19008  
800.888.8872 f. 610.325.8092  
875 N. Michigan Avenue, Chicago, IL 60611  
800.621.6943 f. 312.944.5906  
5925 Airport Road, Mississauga, Ontario L4V 1W1  
905.673.2600 f. 905.673.5673  
500 N. Westshore Boulevard, Suite 525, Tampa, FL 33609  
813.207.0957 f. 813.207.0958

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

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

1. USC CONSULTING GROUP, LLC  
(Name of foreign limited liability company)
2. DELAWARE 3. 23-1953580  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. JULY 30, 1998 5. PERPETUAL  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 6200 COURTNEY CAMPBELL CAUSEWAY  
TAMPA, FL 33607  
(Street address of principal office)

SUITE # 1010

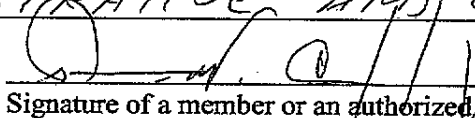
8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
- GEORGE W. COFFEY  
6200 COURTNEY CAMPBELL CAUSEWAY  
SUITE 1010  
TAMPA, FL 33607

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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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: ADMINISTRATIVE AND CLERICAL

  
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.)  
GEORGE W. COFFEY  
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:

USC CONSULTING GROUP, LLC

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

GARY BROWN

(Name)

SUITE 1010 6200 COURTNEY CAMPBELL CAUSEWAY

Florida street address (P.O. Box **NOT** ACCEPTABLE)

TAMPA FL 33607

(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.*

Gary Brown

(Signature)

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

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

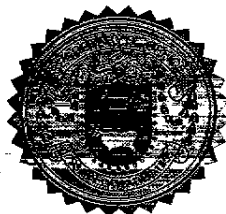
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USC CONSULTING GROUP, 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 SEVENTH DAY OF MAY, A.D. 2002.

FILED  
02 MAY 29 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



2927364 8300

020289991

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 1763036

DATE: 05-07-02