

M0300000/437

Florida Department of State
Division of Corporations
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From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
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DIVISION OF CORPORATION

FOREIGN LIMITED LIABILITY COMPANY

MADISON MANAGEMENT LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
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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. MADISON MANAGEMENT LLC
(Name of foreign limited liability company)
- 2. New York
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 13-3915848
(FEI number, if applicable)
- 4. October 31, 1998
(Date of Organization)
- 5. December 31, 2048
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. upon filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 617.155, F.S.))
- 7. 770 Lexington Avenue, 13th floor, New York, NY 10021
(Street address of principal office)

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- 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:
William A. Wiener, c/o Madison Management LLC
770 Lexington Avenue, 13th floor, New York, NY 10021

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: real estate investment, operation and management and all other lawful business

William A. Wiener
 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.)
 William A. Wiener

BlumbergExcelsior Corporate Services, Inc.
 62 White Street
 New York, NY 10013
 212-431-5000

Typed or printed name of signee

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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:

MADISON MANAGEMENT LLC

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

BLUMBERGEXCELSIOR CORPORATE SERVICES, INC.

(Name)

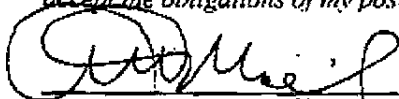
4435 Old Winter Garden Road

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

Orlando, FL 32811

(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.



(Signature)

Marc D. Moel Ass't Secy

- \$ 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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**State of New York } ss:
Department of State**

I hereby certify, that MADISON MANAGEMENT LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/31/1996, and that the Limited Liability Company is subsisting so far as shown by the records of the Department. I further certify the following:

An Affidavit of Publication of MADISON MANAGEMENT LLC was filed on 02/19/1997.

An Affidavit of Publication of MADISON MANAGEMENT LLC was filed on 02/19/1997.

A Biennial Statement was filed 04/20/1999.

A Biennial Statement was filed 10/04/2000.

A Biennial Statement was filed 09/23/2002.

I further certify, that no other documents have been filed by such Limited Liability Company.

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Witness my hand and the official seal of the Department of State at the City of Albany, this 28th day of April two thousand and three.

Secretary of State