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To: Division of Corporations
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DIVISION OF CORPORATION

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STATE
TALLAHASSEE, FLORIDA

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FOREIGN LIMITED LIABILITY COMPANY

MONEY & LIVING HOLDINGS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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(H05000181125)

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. MONEY & LIVING HOLDINGS, LLC
(Name of foreign limited liability company)

2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 56-2488410
(FEI number, if applicable)

4. November 5, 2004
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 6708.502, and 817.155, FS.)

7. c/o One Southeast Third Avenue, 28th Floor, Florida 33131
(Street address of principal office)

8. Limited liability company is manager-managed.

9. The name and usual business addresses of the managing members or managers are as follows:

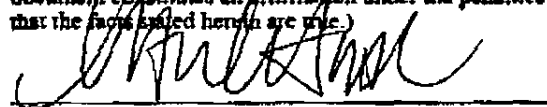
Please see attached List of Managers

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: Any lawful business permitted by the laws of the State of Florida

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TALLAHASSEE, FLORIDA

Signature of 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.)



Name: Christos M. Cotsakos

Title: Chairman and Chief Executive Officer

Typed or printed name of signee

(H05000181125)

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:

MONEY & LIVING HOLDINGS, LLC

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

AMERICAN INFORMATION SERVICES, INC.

(Name)

ONE S.E. 3RD AVENUE, 28TH FLOOR

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

MIAMI, FL 33131

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.

American Information Services, Inc.

By Nery C. Toledo, Asst. Secy.
Nery C. Toledo, Assistant Secretary
Registered Agent

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**LIST OF MANAGERS
FOR
MONEY & LIVING HOLDINGS, LLC**

9. The name and usual business address of the managing members or managers are as follows:

Christos M. Cotsakos
c/o One Southeast Third Avenue, 28th Floor, Miami, FL 33131

Hannah B. (Tami) Cotsakos
c/o One Southeast Third Avenue, 28th Floor, Miami, FL 33131

Suzanne R. Cotsakos
c/o One Southeast Third Avenue, 28th Floor, Miami, FL 33131

Steven Lance
c/o One Southeast Third Avenue, 28th Floor, Miami, FL 33131

Thomas Bevilacqua
c/o One Southeast Third Avenue, 28th Floor, Miami, FL 33131

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SEVENTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

(M2286691,1)

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Delaware

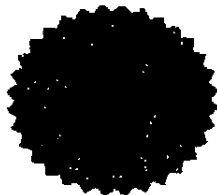
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MONEY & LIVING HOLDINGS, 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 TWENTY-SIXTH DAY OF JULY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MONEY & LIVING HOLDINGS, LLC" WAS FORMED ON THE FIFTH DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4047036

050615065

DATE: 07-26-05

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