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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

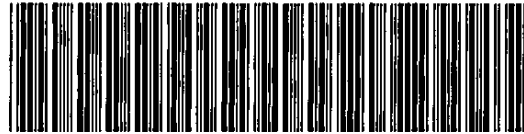
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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JR



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November 27, 2006

BY FEDERAL EXPRESS
AIRBILL # 8512 9219 9317
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: **SAPPHIRE ASSOCIATES, LLC**

Dear Sir or Madam:

We are enclosing the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, signed by Ilene Engelberg, Manager;
2. Certificate of Designation of Registered Agent/Registered Office, signed by myself as Registered Agent;
3. Original Delaware Certificate of Existence/Good Standing for Sapphire Associates, LLC, Authentication No. 5136460, dated October 23, 2006.
4. Fischler & Friedman Check No. 5591, in the amount of \$160.00 to cover the filing fee, a certified copy and certificate of status, together with a stamped self-addressed envelope for returning the certified copy to our office.

We thank you for your cooperation in facilitating the registration of this foreign LLC to transact business in the State of Florida and if there is anything further that you require, please feel free to contact our office.

Very truly yours,

FISCHLER & FRIEDMAN, P.A.

MICHAEL A. FISCHLER
For the Firm

MAF/dhs

Enc.

CC: Sapphire Associates LLC.

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TALLAHASSEE, FLORIDA

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. Sapphire Associates LLC (Name of Foreign Limited Liability Company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 56-2598199 (FEI number, if applicable)

4. 6/13/06 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 2805 E. Oakland Park Blvd, Suite 348, Fort Lauderdale Florida 33306 (Street Address of Principal Office)

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

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

Ilene Engelberg 2805 E. Oakland Park Blvd, Suite 348, Fort Lauderdale FL 33306

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: Financial Consulting

Ilene Engelberg, Manager 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.)

ILENE ENGELBERG, Manager

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:

SAPPHIRE ASSOCIATES, LLC

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

MICHAEL A. FISCHLER, ESQ.

(Name)

FISCHLER & FRIEDMAN, P.A.

1000 South Andrews Avenue

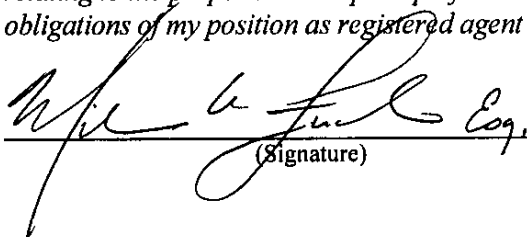
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Fort Lauderdale

FL 33316

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, Florida Statutes.



(Signature)

\$ 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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TALLAHASSEE, FLORIDA

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Delaware

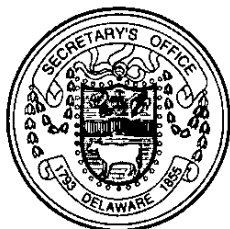
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAPPHIRE ASSOCIATES 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-THIRD DAY OF OCTOBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SAPPHIRE ASSOCIATES LLC" WAS FORMED ON THE THIRTIETH DAY OF JUNE, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5136460

DATE: 10-23-06