

M07000004900

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000202464 3)))



HD70002024543ABCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : GREENBERG TRAUIG (ORLANDO)
Account Number : 103731001374
Phone : (407) 418-2435
Fax Number : (407) 420-5909

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 AUG 10 AM 8:59

50

WOLFE

07 AUG 10 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO

SCD-USA LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing Menu

Help

AUG. 10. 2007 1:52PM

GREENBERG TRAURIG

NO. 711 P. 1

Greenberg Traurig

Transmittal Cover Sheet

TO Florida Secretary of State
Company Division of Corporations
Fax Number (850) 205-0383
Phone Number
FROM Heather Irving
File Number 999905.020696 (SDC - c.m. pending)
Comments

Re: (((H07000202464 3)))

Attached please find Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida together with Delaware good standing certificate for filing.

Thank you for your assistance. Please contact me if you have any questions.

Date August 10, 2007
Time
No. Pages Including this cover sheet 5

Please notify us immediately if not received properly at 407-420-1000.

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the address below via the U.S. Postal Service. We will reimburse you for your postage. Thank you.

450 South Orange Avenue, Suite 650, Orlando, Florida 32801 (407) 420-1000 Fax (407) 420-5909

FILED
07 AUG 10 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H07000202464 3)))

**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. SCD-USA LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "LLC," "LLC.")

2. Delaware

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

3. 26-0689493

(FEI number, if applicable)

4. August 10, 2007

(Date of Organization)

5. Perpetual

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

6. Upon registration

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

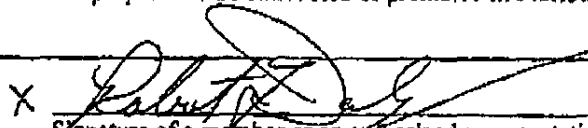
7. 1901 S. Harbor City Blvd., Suite 806**Melbourne, FL 32901**

(Street Address of Principal Office)

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:****SCD-USA Inc. - Managing Member****1901 S. Harbor City Blvd., Suite 806****Melbourne, FL 32901**

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 and all lawful business

X 

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.)

Robert F. Daly, Authorized Representative

Typed or printed name of signer

(((H07000202464 3)))

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 AUG 10 AM 8:59

FILED

(((H07000202464 3)))

**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:

SCD-USA LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

Robert F. Daly

(Name)

1901 S. Harbor City Blvd., Suite 806

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

Melbourne, FL 32901

FL
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.

X 
(Signature)

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

(((H07000202464 3)))

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 AUG 10 AM 8:59

FILED

AUG. 10. 2007 1:53PM

GREENBERG TRAURIG

NO. 711 P. 5

((H07000202464 3)))

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SCD-USA 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 TENTH DAY OF AUGUST, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SCD-USA LLC" WAS FORMED ON THE TENTH DAY OF AUGUST, A.D. 2007.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 AUG 10 AM 8:59

FILED

4405426 8300

070910497



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5917690

DATE: 08-10-07

((H07000202464 3)))