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\_. SELLERS

MAR - 8 2010

**EXAMINER** 

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please. \*\*

Foreign Limited Liability Company Swire Jadeco LLC

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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. Name of Foreign Limited Liability Company:

	SWIRE JADECO LLC
2.	Jurisdiction of its organization: Delaware.
3.	FEI Number: 470900170
4.	Date of Organization: February 22, 2010
5.	Duration: Perpetual
6.	Date first transacted business in Florida: <u>Upon qualification</u> .
7.	Street Address of Principal Office:
	501 Brickell Key Drive, Suite 600
	Miami, FL 33131
8.	If limited liability company is a manager-managed company, check here
9.	The name and usual business address of the Sole Member are as follows:
003	Swire Carbonell LLC, 501 Brickell Key Drive, Suite 600, Miami, FL 33131ly Hills, CA
<u>7V</u> 2	!
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.
11.	Nature of business or purposes to be conducted or promoted in Florida: Any and all lawful business
	Signature of a member or the authorized
	managementing of a smarth as

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Stephen L. Owens, President of Swire Carbonell LLC, the sole member.

Typed or printed name of signed

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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:	
	Swire Jadeco LLC	
<b>2.</b> .	The name and the Florida street address of the registered agent and office are:	
	Gregg E. Toland	
	501 Brickell Key Drive, Suite 600	
	Miami, FL 33131	

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 compete 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.

Gregg T. Toland

10 MAR -5 AHII: 45
SECRETARY OF STATE

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# Pelaware

#### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SWIRE JADECO 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 FIFTH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SWIRE JADECO LLC" WAS FORMED ON THE SECOND DAY OF APRIL, A.D. 2002.

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

CATION: 7852135

DATE: 03-05-10

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