



THE UNITED STATES CORPORATION COMPANY

M99000001310

ACCOUNT NO. : 072100000032

REFERENCE : 344487 4300087

AUTHORIZATION : Patricia Pajaro

COST LIMIT : \$ 285

ORDER DATE : August 17, 1999

ORDER TIME : 10:08 AM

300002965383--6

ORDER NO. : 344487-115

CUSTOMER NO: 4300087

CUSTOMER: Frann Katz, Legal Assistant  
Bachner Tally & Polevoy Llp  
380 Madison Avenue  
18th Floor  
New York, NY 100172590

FOREIGN FILINGS

NAME: TGM SERVCO #10 LLC

XXXX QUALIFICATION (TYPE: LL)

5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 20 PM 1:35

RECEIVED  
99 AUG 20 AM 10:43  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANACT BUSINESS IN THE STATE OF FLORIDA:

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AUG 20 PM 1:25

TGM Servco #10 LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

- 2. New York, NY  
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 13-4061752  
(FEI number, if applicable)
- 4. June 1, 1999  
(Date of Organization)
- 5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon filing of qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. c/o TGM Associates L.P., 650 Fifth Avenue, 28th Floor  
New York, New York 10019  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
TGM Management LLC	MGRM		
c/o TGM Associates L.P.			
650 Fifth Avenue, 28th Floor			
New York, NY 10019			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

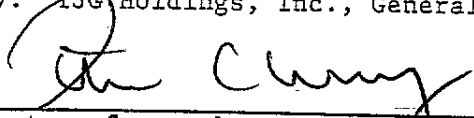
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PM 1:35

The undersigned member or authorized representative of a member of TGM Servco #10 LLC  
\_\_\_\_\_ certifies: \_\_\_\_\_

- 1) the above named limited liability company has at least one member;
  
- 2) the total amount of cash contributed by the member(s) is \$ 100;
  
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0;  
(A description of the property is attached and made a part hereto.)  
and
  
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 100.

(This total includes amounts from 2 and 3 above.)

TGM SERVO #10 LLC  
By: TGM MANAGEMENT LLC, Manager  
By: TGM Associates L.P., Manager  
By: TGG Holdings, Inc., General Partner



\_\_\_\_\_  
**Signature of a member or an authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

\_\_\_\_\_  
Steven C. Macy, Authorized Signatory  
Typed or printed name of signee

**. Filing Fee: \$250.00 for Application and Affidavit**

**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.

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1. The name of the Limited Liability Company is:

TGM SERVCO #10 LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL 32301

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.*

Corporation Service Company

By: *Sylvia M. White*

(Signature)

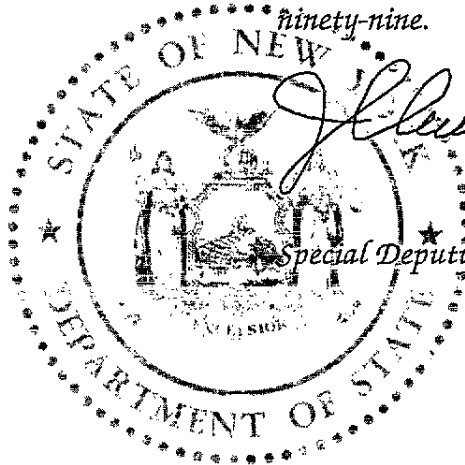
**Filing Fee: \$ 35 for Designation of Registered Agent**

State of New York } ss:  
Department of State

I hereby certify, that TGM SERVCO #10 LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 06/01/1999, and that the limited liability company is subsisting so far as shown by the records of the Department.

\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 17th day of August  
one thousand nine hundred and  
ninety-nine.



*J. Leub*

Special Deputy Secretary of State

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