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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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TALLAHASSEE, FLORIDA

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Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
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AL 1

LIMITED LIABILITY COMPANY

ZEPHIR INTERNATIONAL, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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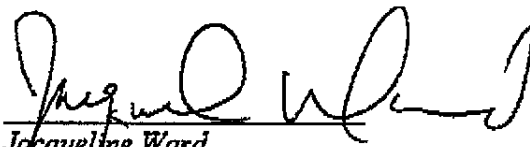
CERTIFICATE OF FORMATION
OF

ZEPHIR INTERNATIONAL, LLC

The undersigned hereby forms and establishes a limited liability company in accordance with section 608.408(3), Florida Statutes as follows:

- FIRST:** The name of the Limited Liability Company is:
ZEPHIR INTERNATIONAL, LLC
- SECOND:** The mailing address and street address of the principal office of the Limited Liability Company is:
22155 Woodset Way, Boca Raton, FL 33428
- THIRD:** The name and the Florida street address of the registered agent are:
G. Matthew Immler, 22155 Woodset Way, Boca Raton, FL 33428

IN WITNESS WHEREOF, the undersigned does hereby attest that (s)he is authorized to subscribe this Certificate of Formation on behalf of the Limited Liability Company, this June 26, 2001.


Jacqueline Ward
Organizer

Blumberg Excelsior Inc.
62 White Street
New York, NY 10013

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for **ZEPHIR INTERNATIONAL, LLC**, the within named limited liability company.

Dated: June 26, 2001



G. Matthew Immler
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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62 White Street
New York, NY 10013

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