

CT CORPORATION SYSTEM

CORPORATION(S) NAME

M010000002784

Eucalyptus Acquisitions, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC 14 PM 12:44

APPROVED
AND
FILED

☐ Profit	☐ Amendment	☐ Merger
☐ Nonprofit		
☐ Foreign	☐ Dissolution/Withdrawal	☐ Mark
	☐ Reinstatement	
☐ Limited Partnership	☐ Annual Report	☐ Other
☒ LLC	☐ Name Registration	☐ Change of RA
	☐ Fictitious Name	☐ UCC
☒ Certified Copy	☐ Photocopies	☒ CUS
☐ Call When Ready	☐ Call If Problem	☐ After 4:30
☒ Walk In	☐ Will Wait	☒ Pick Up
☐ Mail Out		

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 DEC 14 AM 11:32

RECEIVED

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

12/14/01

Order#: 4980743

300004726443--4

-12/14/01--01038--023

Ref#: *****160.00 *****160.00

Amount: \$ _____

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

**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. Eucalyptus Acquisitions, LLC
(Name of foreign limited liability company)
2. Delaware 3. 51-0412924
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. December 12, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. December 17, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. _____
c/o APEX 2036 Washington Street Hanover, MA 02339
(Street address of principal office)

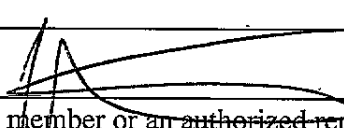
8. If limited liability company is a manager-managed company, check here ☐

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

Eucalyptus Acquisitions, Inc. c/o APEX 2036 Washington Street Hanover, MA 02339

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: See attached Purpose Clause.



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.)

Michael L. Marcus, President of Sole Member, Eucalyptus Acquisitions, Inc.

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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Eucalyptus Acquisitions, LLC

Purpose Clause

To buy, sell, mortgage, exchange, lease, let, convey, transfer, receive, distribute, and to make improvements to real and personal property, hold for investment or otherwise, use, and operate tangible real and personal property of all kinds, improved or unimproved, and any rights or interest therein. Said property can be held not only in Delaware but in any other state within the United States.

To be able to borrow from any lending institution, individual, or other entity by signing a note and any security agreement for all or substantially all of the assets of the Corporation in order to acquire property, to make improvements to the property and to pay for all expenses relating to the ownership of the property.

To do any and all things incidental to the above purposes and to do any other things and to exercise any powers not prohibited by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

Eucalyptus Acquisitions, LLC

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

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

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

Plantation

FL 33324

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, F.S..

C T Corporation System

Connie Bryan

(Signature)

Connie Bryan, Special Asst. Secy.

\$ 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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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EUCALYPTUS ACQUISITIONS, 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 TWELFTH DAY OF DECEMBER, A.D. 2001.

APPROVED
AND
FILED
01 DEC 14 PM 12:45
SECRETARY OF STATE
FALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3467870 8300

AUTHENTICATION: 1499443

010635370

DATE: 12-12-01