

F07000004071

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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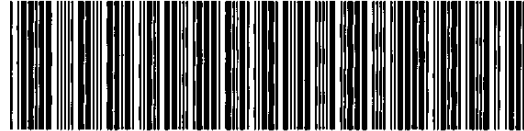
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07 AUG 13 AM 11:20

OFFICE OF THE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

2007 AUG 13 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.S. 8-14



CT

a Wolters Kluwer business

CT

1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel

850 222 7615 fax

www.ctlegalsolutions.com

August 13, 2007

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 6998881 SO
Customer Reference 1: none given
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

GLL US Retail Corp. (DE)
Qualification
Florida

GLL US Retail ^{CORP} ~~LLP~~ (DE)
Certificate of Status/Authorization-Foreign
Florida

GLL US Retail Corp. (DE)
Cert Copy of Certificate of Authority
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

File!
First



CT

a Wolters Kluwer business

CT

1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel

850 222 7615 fax

www.ctlegalsolutions.com

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley.Mitchell@wolterskluwer.com

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. GLL US Retail Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-4831095

(FEI number, if applicable)

4. April 26, 2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 101 Eisenhower Parkway, Roseland, NJ 07068 (c/o The Schonbraun McCann Group)

(Principal office address)

101 Eisenhower Parkway, Roseland, NJ 07068 (c/o The Schonbraun McCann Group)

(Current mailing address)

8. Real estate investment

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By: Mary R. Adams

(Registered agent's signature)

MARY R. ADAMS

ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Director: ~~Chairman~~ Dietmar Georg

Address: Lindwurmstrasse 76
80337 Munchen, Germany

Director: ~~Vice Chairman~~ Barry McGowan

Address: Lindwurmstrasse 76
80337 Munchen, Germany

Director: James H. Cunningham, Jr.

Address: 1981 North Broadway, Suite 330
Walnut Creek, CA 94596

Director: _____

Address: _____

B. OFFICERS

President: Dietmar Georg

Address: Lindwurmstrasse 76
80337 Munchen, Germany

Vice President: James H. Cunningham, Jr.

Address: 1981 North Broadway, Suite 330
Walnut Creek, CA 94596

Secretary: James H. Cunningham, Jr.

Address: 1981 North Broadway, Suite 330, Walnut Creek, CA 94596

Treasurer: James H. Cunningham, Jr.

Address: 1981 North Broadway Suite 330, Walnut Creek, CA 94596

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. J. Greer Cummings, Jr., Assistant Secretary

(Typed or printed name and capacity of person signing application)

ADDENDUM
TO
APPLICATION BY GLL US RETAIL CORP.
FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12.B. Additional Officers

Executive Vice President: Barry McGowan
Address: Lindwurmstrasse 76
80337 Munchen, Germany

Vice President: Edward Rime
Address: 15215 Serenade Drive
Winter Garden, FL 34787

Assistant Secretary: J. Greer Cummings, Jr.
Address: 1600 Division Street, Suite 700
Nashville, TN 37203

Delaware

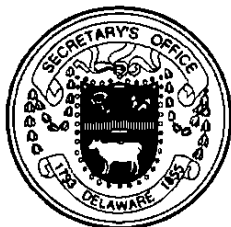
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLL US RETAIL CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE 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 ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



4149064 8300

070910344

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5917572

DATE: 08-10-07