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Florida Department of State
Division of Corporations
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From: Account Name : C T CORPORATION SYSTEM
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RE-SUBMIT

Please retain original date of submission

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DEPARTMENT OF STATE
08 DEC 30 10:46

FOREIGN PROFIT/NONPROFIT CORPORATION

Sun Cardinal Debt Holdco, Inc.

Certificate of Status	0
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Page Count	08
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



December 24, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: SUN CARDINAL DEBT HOLDCO, INC.
REF: W08000056669

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles of incorporation so that we may complete the filing process.

If you have any further questions concerning your document, please call (850) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

FAX Aud. #: E08000278823
Letter Number: 508A00061655

P.O. BOX 6327 - Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

SUN CARDINAL DEBT HOLDCO, LLC
5200 Town Center Circle
Suite 600
Boca Raton, Florida 33486

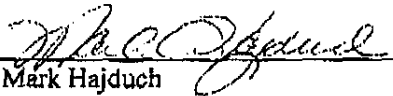
December 29, 2008

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Dear Sir/Madam;

Sun Cardinal Debt Holdco, LLC, a Delaware limited liability company, does hereby consent to the use of the name "Sun Cardinal Debt Holdco, Inc." by Sun Cardinal Debt Holdco, Inc., to be authorized to transact business in the state of Florida upon filing.

SUN CARDINAL DEBT HOLDCO, LLC

By: 
Mark Hajduch
Vice President

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. SUN CARDINAL DEBT HOLDCO, INC.

(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. 26-3791546

(FBI number, if applicable)

4. NOVEMBER 26, 2008

(Date of incorporation)

5. Perpetual

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

6. Upon qualification.

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

7. 5200 Town Center Circle, Suite 600, Boca Raton, FL 33486

(Principal office address)

5200 Town Center Circle, Suite 600, Boca Raton, FL 33486

(Current mailing address)

8. Any and all lawful purposes.

(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: CT Corporate 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.

Kristine Heiberger (Registered agent's signature)

Kristine Heiberger 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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Mark Hajduch, Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

SUN CARDINAL DEBT HOLDCO, INC.
DIRECTORS AND OFFICERS

DIRECTORS

<u>Name</u>	<u>Address</u>
Christopher T. Metz	5200 Town Center Circle, Suite 600, Boca Raton, FL 33486
Mark Brody	5200 Town Center Circle, Suite 600, Boca Raton, FL 33486

OFFICERS

The business address for the following Officers is 5200 Town Center Circle, Suite 600, Boca Raton, FL 33486:

<u>Name</u>	<u>Title</u>
Michael J. McConvery	Vice President & Assistant Secretary
Mark Hajduch	Vice President & Assistant Secretary
Melissa Klafter	Vice President & Assistant Treasurer

Delaware

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TALLAHASSEE, FLORIDA
PAGE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUN MARK IV DEBT HOLDCO, INC." 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 TWENTY-SECOND DAY OF DECEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4626946 8300

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7042849

DATE: 12-23-08