

F080000005468

Division of Corporations

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Florida Department of State
Division of Corporations
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RE-SUBMIT

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FOREIGN PROFIT/NONPROFIT CORPORATION

Sun Mark IV Debt Holdco, Inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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27

SUN MARK IV DEBT HOLDCO, LLC

5200 Town Center Circle
Suite 600
Boca Raton, Florida 33486

FILED
2008 DEC 23 P 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 29, 2008

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

Dear Sir/Madam;

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

SUN MARK IV DEBT HOLDCO, LLC

By: Mark Hajduch
Mark Hajduch
Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 24, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: SUN MARK IV DEBT HOLDCO, INC.
REF: W08000056648

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Wanda Cunningham
Regulatory Specialist II
New Filing Section

FAX Aud. #: H08000278824
Letter Number: 708A00061624

P.O BOX 6327 - Tallahassee, Florida 32314

**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 MARK IV 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. **26-3791754**

(FEI number, if applicable)

4. **NOVEMBER 25, 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

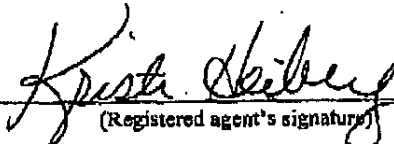
(City)

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.


(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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 DEC 23 P 4:00

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2008 DEC 23 P 11:08
SECRETARY OF STATE
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. Mark Hajduch
(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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2008 DEC 23 P 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUN MARK IV DEBT HOLDCO, INC.

DIRECTORS AND OFFICERS

DIRECTORS

<u>Name</u>	<u>Address</u>
David A. Mezzanotte	5200 Town Center Circle, Suite 600, Boca Raton, FL 33486
Doug Werking	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

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUN CARDINAL 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.

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2008 DEC 23 P 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: 7042855

DATE: 12-22-08