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To:

Division of Corporations

Fax Number : (850)617-6381

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From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092 Pax Number : (850)878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email	Address:	:		

FOREIGN PROFIT/NONPROFIT CORPORATION SUN PACE AMERICAN FINANCE HOLDING CORP.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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.

SUN PACE AM	IERICAN FINANCE HOLDING CORP.		
	orporation; must include "INCORPORATE orp," "Inc," "Co," or "Corp.")	D," "COMPANY," "CORPORATION,"	
(If name unavail	able in Florida, enter alternate corporate nam	ne adopted for the purpose of transacting business in Florida)	
DELAWARE		3, 45-0679786	
State or country	under the law of which it is incorporated)	(FEI number, if applicable)	
MARCH 15, 20	11	5. PERPETUAL	
(Date	of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")	
UPON QUALIF	FICATION.		
	•	s in Florida, if prior to registration) 1502, F.S., to determine penalty liability)	
5200 TOWN CE	NTER CIRCLE, SUITE 600 BOCA RATO	N, FL 33486	
	(Principal office at	ddress)	بجغ
			, . .
	(Current mailing a	ddress)	善
ANY AND AL	(Current mailing & L LAWFUL PURPOSES.	ddress)	高18
	L LAWFUL PURPOSES.	ddress) country to be carried out in state of Florida)	MA 18 W
(Purpose(s	L LAWFUL PURPOSES.	country to be carried out in state of Florida)	18 18 至 D.
(Purpose(s	L LAWFUL PURPOSES.	country to be carried out in state of Florida)	18年0年
(Purpose(s	L LAWFUL PURPOSES. a) of corporation authorized in home state or at address of Florida registered agent: (P	country to be carried out in state of Florida)	A MAR IS IS IS
(Purpose(s Name and stree Name:	L LAWFUL PURPOSES. a) of corporation authorized in home state or et address of Florida registered agent: (P	country to be carried out in state of Florida)	18 年 10 16

Having been numed 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.

By: (Registered agent's signature)

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: A. DIRECTORS SEE ATTACHED Chairman: ____ Address: ___ Vice Chairman: _____ Address: _ Director: _ Address: _ B. OFFICERS SEE ATTACHED President: Address: __ Vice President: Address: ___ NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Director or Officer listed in number 12 of the application) 14. MARK HAJDUCH, VICE PRESIDENT AND ASSISTANT SECRETARY

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

DIRECTORS & OFFICERS SUN PACE AMERICAN FINANCE HOLDING CORP.

Directors

Michael J. McConvery Melissa Klafter

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

<u>Name</u>

<u>Title</u>

Michael J. McConvery

Vice President & Assistant Secretary

Melissa Klafter Peter Y. Lee

Vice President & Assistant Treasurer Vice President & Assistant Secretary

Thomas V. Taylor

Vice President

Anthony DiLucente

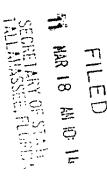
Vice President & Assistant Secretary

Matthew N. Garff

Vice President

Mark Hajduch

Vice President & Assistant Secretary



Delaware

PAGE 3

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUN PACE AMERICAN FINANCE HOLDING 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 EIGHTEENTH DAY OF MARCH, A.D. 2011.

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

SECRETARY OF STALLS.

4954053 8300

110315800

. . .

AUTHENTY CATION: 8633963

DATE: 03-18-11

You may werify this certificate onlin