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FLORIDA/FOREIGN LIMITED LIABILITY CO.

S3G Holdings LLC

Certificate of Status	1
Certified Copy	0
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**Application By Foreign Limited Liability Company For
Authorization To Transact Business In Florida
For
S3G Holdings LLC**

*In Compliance With Section 608.503, Florida Statutes, the Following is Submitted to Register a Foreign
Limited Liability Company to Transact Business in the State of Florida:*

**ARTICLE 1
NAME OF LIMITED LIABILITY COMPANY**

- 1.1 The name of the Company is S3G Holdings LLC.

**ARTICLE 2
JURISDICTION AND TIN**

- 2.1 The jurisdiction in which the Company was originally formed is Delaware.
- 2.2 The Tax Identification Number of the Company is 20-5533309.

**ARTICLE 3
TERM OF COMPANY**

- 3.1 The Company was formed on September 11, 2006 in the State of Delaware and its existence shall be perpetual unless sooner terminated under the terms of the Operation Agreement of the Company.
- 3.2 The Company shall begin transacting business on September 13, 2006.

**ARTICLE 4
FLORIDA BUSINESS ACTIVITIES**

The Company is engaged in the conduct of the ownership and rental of commercial real property.

**ARTICLE 5
OFFICE AND MAILING ADDRESS IN FLORIDA**

- 5.1 The Company will be Manager Managed and the name of the Manager is Diversified Management, L.L.C., an Arizona limited liability company. The usual business address of the Manager is 8146 East Wingshadow Road, Scottsdale, Arizona 85255.
- 5.2 The Florida Office and mailing address of the Company in Florida are 6800 Collier Blvd., Naples, Florida 34114.

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**ARTICLE 6
REGISTERED OFFICE AND AGENT**

The registered office of the Company is located at 1395 Panther Lane, Suite 300, Naples, Florida 34109 and the Registered Agent at that address is Naples-Lawdock, Inc.

Attached to this application 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.

DIVERSIFIED MANAGEMENT, L.L.C.


James M. Grant, Manager

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.

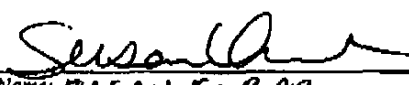
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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: S3G Holdings LLC.
2. The name and the Florida street address of the registered agent and office are:

Naples-Lawdock, Inc.
1395 Panther lane
Suite 300
Naples, Florida 34109

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, Florida Statutes.


Name: SUSAN KUBACK
Title: VIC PRESIDENTSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "S3G HOLDINGS 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 THIRTEENTH DAY OF SEPTEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "S3G HOLDINGS LLC" WAS FORMED ON THE ELEVENTH DAY OF SEPTEMBER, A.D. 2006

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


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Original Certificate provided in
Compliance with Sec. 608.503(2)

Diversified Management, L.L.C.

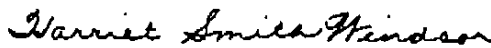

James Grant, Manager



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Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5037312

DATE: 09-13-06