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March 31, 2000

VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-04/03/00--01108--007  
\*\*\*130.00 \*\*\*130.00

Re: Gattonside Management LLC and Gattonside Investment LLC

Dear Sir or Madam:

Enclosed please find four (4) original signed Applications by Foreign Limited Liability Company for Authorization to Transact Business in Florida and Certificates of Designation of Registered Agent/Registered Office to be filed on behalf of Gattonside Management LLC and Gattonside Investment LLC. To verify your receipt of these documents, kindly date stamp one set of the originals and send them back in the enclosed self-addressed stamped envelope. Also, enclosed please find two checks each in the amount of \$130.00 which represents the \$100.00 filing fee for the Application, the \$25.00 fee for the Designation of Registered Agent and the \$5.00 fee for the Certificate of Status for each LLC.

Thank you in advance for your cooperation in this matter.

Name Availability	
Document Examiner	Sincerely, <i>Amy M. Kelley</i>
Updater	Amy M. Kelley Legal Assistant
Uploader	
Verifier	Enclosures DCC
Adm. Issuance	cc: John E. Bruno DCC
W. P. Verifier	DCC BO-113077.01

FILED  
APR -3 AM 9:30  
STATE  
OFFICE  
FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Gattonside Management LLC  
(Name of foreign limited liability company)
2. Delaware, USA 3. 06-1574545  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. March 1, 2000 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. April 3, 2000  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. Gattonside Management LLC, 1451 Ocean Drive, Suite 205, Miami Beach, FL 33139  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The usual business addresses of the managing members or managers are as follows:

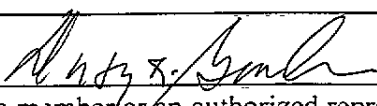
Dorsey R. Gardner, 1451 Ocean Drive, Suite 205, Miami Beach, FL 33139

Timothy G. Caffrey, One International Place, Suite 2401, Boston, MA 02190

Andre A. Gardner, 1451 Ocean Drive, Suite 205, Miami Beach, FL 33139

10. Attached 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. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Private pooled investment vehicle

  
Signature of a member or an authorized representative of a member.  
(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.)

Dorsey R. Gardner  
Typed or printed name of signee

FILED  
00 APR -3 AM 9:30  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**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:

Gattonside Management LLC

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

Dorsey R. Gardner, President  
(Name)

1451 Ocean Drive, Suite 205  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami Beach, FL 33139  
City/State/Zip

FILED  
00 APR -3 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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, F.S..*

  
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GATTONSIDE MANAGEMENT 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 TWENTY-EIGHTH DAY OF MARCH, A.D. 2000.

FILED  
00 APR -3 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0344474

DATE: 03-28-00