

CSC
THE UNITED STATES
CORPORATION
COMPANY

4000000001158

ACCOUNT NO. : 072100000032

REFERENCE : 709690 4732215

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 125.00

ORDER DATE : May 24, 2000

ORDER TIME : 11:44 AM

ORDER NO. : 709690-005

400003275044--6

CUSTOMER NO: 4732215

CUSTOMER: Mr. Harvey S. Papush
Mound, Cotton & Wollan
1 Battery Park Plaza

New York, NY 100040000

FOREIGN FILINGS

NAME: HEMISPHERE INTERNATIONAL
ACQUISITION MANAGEMENT LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

FILED
00 JUN -2 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUN -2 PM 12:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 2, 2000

CSC
ATTN: JANINE LAZZARINI

SUBJECT: HEMISPHERE INTERNATIONAL ACQUISITION MANAGEMENT
LLC
Ref. Number: W00000014120

We have received your document for HEMISPHERE INTERNATIONAL
ACQUISITION MANAGEMENT LLC and the authorization to debit your account
in the amount of \$125.00. However, the document has not been filed and is
being returned for the following:

Please list the Federal Employer Identification number in the appropriate section
of the application. If applied for, enter "applied for", or if not applicable, enter
"N/A".

Please put the LLC's original date of organization in New York in line 4.

Please return your document, along with a copy of this letter, within 60 days or
your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 600A00031275

RESUBMIT
Please give original
submission date as file date.

FILED
00 JUN -2 AM 8:46
TALLAHASSEE, FLORIDA
STATE
SECRETARY OF STATE

RECEIVED
00 JUN 13 PM 4:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, 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. Hemisphere International Acquisition Management, LLC
(Name of foreign limited liability company)

2. New York
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 13-4085737
(FEI number, if applicable)

4. 10/25/99
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. May 24, 2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 6000 San Vicente Street
Coral Gables, Florida 33146
(Street address of principal office)

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

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

Raymond A. Perez, 6000 San Vicente Street,
Coral Gables, Florida 33146

Christian A. Carrington, 44 Orchard Farm Road
Port Washington, New York 11050

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: International
business consulting

Raymond A. Perez
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.)

Raymond A. Perez
Typed or printed name of signee

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00 JUN -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**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:

Hemisphere International Acquisition Management, LLC

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

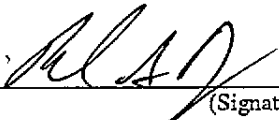
Raymond A. Perez
(Name)

6000 San Vicente Street
Florida street address (P.O. Box NOT ACCEPTABLE)

Coral Gables FL 33146
City/State/Zip

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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)

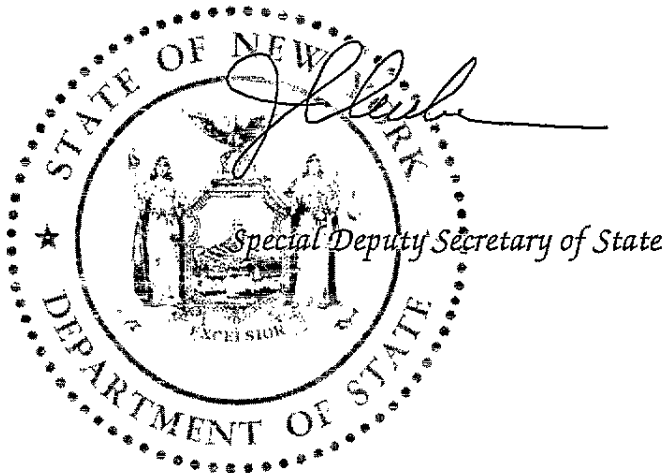
State of New York } ss:
Department of State

I hereby certify, that HEMISPHERE INTERNATIONAL ACQUISITION MANAGEMENT LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/25/1999, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

The Limited Liability Company has not filed Affidavits of Publication under the Limited Liability Company Law.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 24th day of May
two thousand.*

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00 JUN -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA