

M 00000000 1177



ACCOUNT NO. : 072100000032
REFERENCE : 731470 4320916
AUTHORIZATION : *Patricia Pizzit*
COST LIMIT : \$ 125.00

ORDER DATE : June 14, 2000
ORDER TIME : 11:23 AM
ORDER NO. : 731470-005
CUSTOMER NO: 4320916

300003292753-2

CUSTOMER: Cara Mikesell, Legal Asst
Dorsey & Whitney L.l.p.
250 Park Avenue, Suite 1500
New York, NY 10177

FOREIGN FILINGS

NAME: CAAG LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

WLP/15
FILED
00 JUN 15 PM 2:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 15 PM 2:31

RECEIVED

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

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:

1. CAAG LLC (Name of foreign limited liability company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied (FEI number, if applicable)

4. 12 June 2000 (Date of Organization) 5. 31 December 2020 (Duration: Year limited liability company will cease exist or "perpetual")

6. Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1013 Centre Road Wilmington, DE 19805 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [X]

9. The name and usual business addresses of the managing members or managers are as follows: Steve Simon 1455 Ocean Driv Suite 1508 Miami Beach, FL 33139 H. Wayne Snavely 23550 Hawthorne Blvd. Torrence, CA 90505 George L. McCabe, Jr. 1011 Nineteenth Street North Arlington, VA 22209

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: Attending to post-closing matters in connection with the sale of certain stocks and general business practices

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.) Steve Simon, Manager Typed or printed name of signee

FILED JUN 15 PM 2:54 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:

CAAG LLC

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

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

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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..

BRIAN COURTNEY, ASST. V.P.

(Signature)

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAAG 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 FOURTEENTH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CAAG LLC" WAS FORMED ON THE TWELFTH DAY OF JUNE, A.D. 2000.

FILED
00 JUN 15 PM 2:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Handwritten signature of Edward J. Freel

Edward J. Freel, Secretary of State

3242751 8300

001301746

AUTHENTICATION: 0496765

DATE: 06-14-00