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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

DVI Freeport U.S. LLC

File 1st

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 27 AM 9:21

FILED

W 16439

6/29

- ☐ Walk In
- ☐ Mail Out
- ☐ Will Wait
- ☐ Photocopy

☐ Pick Up Time

RUSH

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

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DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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****155.00 ****155.00

Ordered By: _____

Date: _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 28, 2000

UCC FILING & SEARCH SERVICES

SUBJECT: DVI FREEPORT U.S., LLC
Ref. Number: W00000016439

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for DVI FREEPORT U.S., LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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: 800A000364

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00 JUN 28 PM 4:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*Please file with
original date of
submission*

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 CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA

1. DVI Freeport U.S., LLC
(Name of limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign llc is organized)
3. _____
(FEI number, if applicable)
4. February 10, 2000
(Date of Organization)
5. Perpetual
(Duration)
6. Upon filing of application for qualification with the Florida Department of State
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155))
7. 885 Third Avenue, 3rd Floor
New York, New York 10022
(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:
885 Third Avenue, 3rd Floor
New York, New York 10022
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: any and all lawful
business which may be conducted by limited liability companies in the State of Florida

By: DRIFTWOOD FREEPORT U.S. LP, a
Delaware limited partnership, its sole member

By: Pengo Travel Corp., a Delaware corporation,
its general partner

By: [Signature]
Name: David A. Pensi
Title: S.E.V.P.

(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.)

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TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REPRESENTATIVE 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: _____

DVI Freeport U.S., LLC

2. The name and address of the registered agent and office is:

Name: NRAI Services, Inc.

Office Address: 526 East Park Avenue

Tallahassee, Florida 32301

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.

Ed Hand
(Signature)

6/28/00
(Date)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

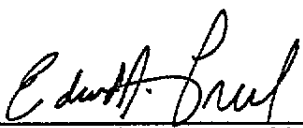
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DVI-FREEPORT U.S., LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DVI FREEPORT U.S., LLC" WAS FORMED ON THE TENTH DAY OF FEBRUARY, A.D. 2000.

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

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00 JUN 27 AM 9:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0523355

DATE: 06-26-00