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TOPEL AND SILVER
CERTIFIED PUBLIC ACCOUNTANTS, P.A.

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MANALAPAN, NJ 07726

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STEVEN R. SILVER, CPA
DONALD GOLDBERG*, CPA
LAWRENCE FACHLER*, CPA
CARRIE A. MUSIALOWICZ, CPA

*LICENSED IN NJ and NY

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*****285.00 *****125.00

December 29, 1999

AUG 10 2000

W - 1922

Dear Sir/Madam:

Enclosed you will find an Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida and a Certificate of Designation of Registered Agent/Registered Officer for Suttles Truck Leasing, L.L.C.

Please send a letter of acknowledgement upon registration to:
Topel & Silver, CPA's, PA
29 Plaza Nine
Manalapan, NJ 07726

Thank you for your cooperation in this matter.

Very truly yours,
TOPEL & SILVER, CPA's, PA

:smb
encs.

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00 JUL 25 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtw
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 24, 2000

TOPEL AND SILVER
29 PLAZA NINE
MANALAPAN, NJ 07726

SUBJECT: SUTTLE PANAMA CITY REAL PROPERTY HOLDING , L.L.C.
Ref. Number: W00000001922

We have received your document for SUTTLE PANAMA CITY REAL PROPERTY HOLDING , L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 800A00003168

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SECRETARY OF STATE
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. Suttles Panama City Real Property Holding, L.L.C.
(Name of foreign limited liability company)

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

3. Applied for
(FEI number, if applicable)

4. November 12, 1999
(Date of Organization)

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

6. November 12, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 210 Essex Avenue East
Avenel, New Jersey 07001
(Street address of principal office)

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

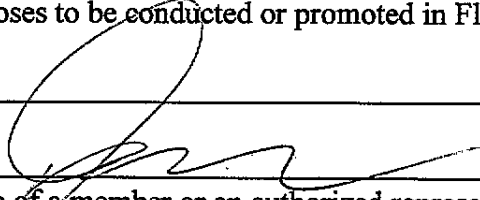
9. The name and usual business addresses of the managing members or managers are as follows:

Ronald B. Dana, Member Manager
210 Essex Avenue, East
Avenel, New Jersey 07001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: own and operate
real estate


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.)

Ronald B. Dana
Typed or printed name of signee

**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:

SUTTLES PANAMA CITY REAL PROPERTY HOLDING L.L.C.

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

CLIFF HENDRIX

(Name)

1827 TRANSMITTER RD

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

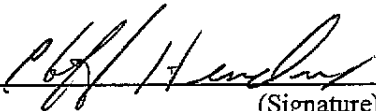
PANAMA CITY

FL 32404

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.


(Signature)

Filing Fee: \$35 for Designation of Registered Agent

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

SUTTLES PANAMA CITY REAL PROPERTY HOLDING, L.L.C.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Limited Liability Company was
registered by this office on November 12, 1999.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

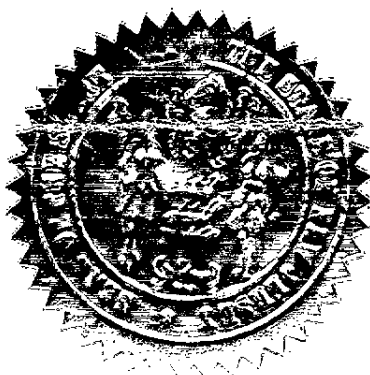
Douglas Watson Lubic Esq
C/O Wilentz Goldman & Spitzer Pa
90 Woodbridge Center Drive
Woodbridge, NJ 07095

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SECRETARY OF STATE
TREASURY DIVISION
TREASURY DIVISION

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

SUTTLES PANAMA CITY REAL PROPERTY HOLDING, L.L.C.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
12th day of July, 2000

Roland M Machold

Roland M Machold
Treasurer

FILED
00 JUL 25 PM 8:30
STATE OF NEW JERSEY
TREASURER'S OFFICE
TREASURY DEPARTMENT
TREASURY BUILDING
TREASURY DIVISION