

MO00000001532

Florida Department of State
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From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
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FOREIGN LIMITED LIABILITY COMPANY

PHOENIX - DELAWARE, LLC

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| Certificate of Status | 0 |
| Certified Copy | 0 |
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**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. Phoenix-Delaware, LLC
(Name of foreign limited liability company)

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

3. Applied for
(FEI number, if applicable)

4. July 22, 2000
(Date of Organization)

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

6. July 22, 2000
(Date first transacted business in Florida.) (See sections 608.501, 608.502, and 617.155, F.S.)

7. c/o: Josh Bennett, Esq.; 511 NE Third Ave.; second floor
Ft. Lauderdale, Florida 33301
(Street address of principal office)

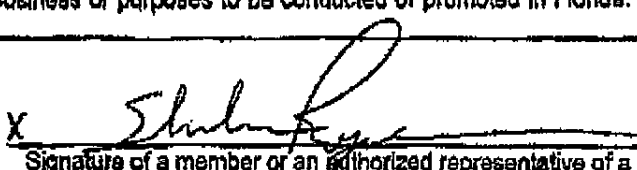
8. If limited liability company is a manager-managed company, check here X

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

Shulamit Rogatinsky, Manager
6230 N. 31st Street Place
Hollywood, Florida 33021

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 certificated under oath of the translator must be submitted.)

11. Name of business or purposes to be conducted or promoted in Florida: Financial and marketing activities

X 
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this documents constitutes an
affirmation under the penalties of perjury that the facts stated herein are true.)

Shulamit Rogatinsky
Typed or Printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: Phoenix-Delaware LLC

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

Josh Bennett, Esq.; 511 NE Third Ave.; second floor
Ft. Lauderdale, Florida 33301
(Current Mailing Address)

3. 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 application, 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 relative 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.


(Registered agent's signature)

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

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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 "PHOENIX-DELAWARE, 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 JULY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PHOENIX-DELAWARE, LLC" WAS FORMED ON THE TWENTY-FIFTH DAY OF JULY, A.D. 2000.

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

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TALLAHASSEE, FLORIDA



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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

0584052

DATE:

07-26-00

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