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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: Ice Cream Ventures, LLC (Name of foreign limited liability company) Delaware (FEI number, if applicable) (Jurisdiction under the law of which foreign limited liability company is organized) Perpetual (Duration: Year limited liability company will cease to June 19, 2000 (Date of Organization) exist or "perpetual") Has not yet transacted business in Florida (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 15438 North Florida Avenue, Tampa, FL (Street address of principal office) 8. If limited liability company is a manager-managed company, check here x 9. The usual business addresses of the managing members or managers are as follows: Edward W. Muransky, 15438 North Florida Avenue, Tampa, FL 33613 Joseph Petrella, 15438 North Florida Avenue, Tampa, Edward J. DeBartolo, Jr., 15438 North Florida Avenue, BEN HILDFOND, 15438 NONTH FLOTTON AVENUE, TAMPE, 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: operation of ice cream and confectionary stores. 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.)

Edward M. Muransky. President and Chief Manager

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:	
Ice Cream Ventures, LLC	
2. The name and the Florida street address of the registered agent and office are:	· · · · · · · · · · · · · · · · · · ·
CT Corporation System	
(Name)	
Florida street address (P.O. Box NOT ACCEPTABLE)	
Plantation FL 33324	
City/State/Zip	

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..

atutes relating to the proper and complete performance of my duties, and I am familial accept the obligations of my position as registered agent as provided for in Chapter 608 May 2000 (Signature)

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

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SECRETARY OF STATE

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 "ICE CREAM VENTURES, 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 EIGHTH DAY OF SEPTEMBER, A.D. 2000.

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

SECRETARY OF STATE
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SECRETARY OF STATE
VALUATIONS

SECRETARY OF STATE

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Edward J. Freel, Secretary of State

AUTHENTICATION: 0665206

DATE: 09-08-00

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