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December 8, 2000

ZAREMBA GROUP

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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****130.00 ****130.00

RE: Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida

To Whom It May Concern:

Enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida by Zarembo Group, LLC, an original certificate of existence, and our check in the amount of \$130.00 for filing.

Upon filing, please return the Certificate of Status and letter of acknowledgement.

Very truly yours,

Susan K. Albers

Susan K. Albers
Paralegal

Enclosures

FILED
00 DEC 12 AM 10:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA
WL 12/18

ZAREMBA GROUP, LLC

14600 DETROIT AVENUE • CLEVELAND, OHIO 44107
(216) 221-6600 • FAX (216) 221-9742
email: solutions@zarembagroup.com

DEVELOPMENT OFFICES: • DETROIT • ORLANDO • ATLANTA • CHICAGO

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**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. Zaremha Group, LLC
(Name of foreign limited liability company)
2. Delaware 3. 31-1530757
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. May 2, 1997 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. July 18 2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 14600 Detroit Ave., Suite 1500, Lakewood, OH 44107
(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:

Zaremha Group Incorporated-14600 Detroit Ave., Lakewood, OH 44107

The Hilliard Fund Limited Partnership-14600 Detroit Ave., Lakewood, OH 44107

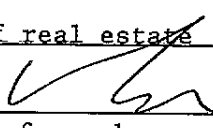
WNT Company-14600 Detroit Ave., Lakewood, OH 44107

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:

Sale/acquisition of real estate

By: Zaremha Group Incorporated


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.)

Barbara VonBanken Assistant Vice President

Typed or printed name of signee

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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:

Zaremba Group, LLC

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

CT Corporation System

(Name)

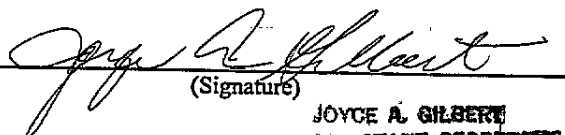
1200 South Pine Island Rd.

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 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.


(Signature)

JOYCE A. GILBERT
ASSISTANT SECRETARY

\$ 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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CLERK OF STATE
TALLAHASSEE FLORIDA

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 "ZAREMBA GROUP, 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-SEVENTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

FILED
00 DEC 12 AM 10:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA





Edward J. Freel, Secretary of State

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AUTHENTICATION: 0812299

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DATE: 11-27-00