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PILLSBURY WINTHROP LLP

125 WORTH AVENUE SUITE 310 PALM BEACH, FL 33480-4413 561.655.7297 F:561.833.6726

May 14, 2001

VIA FEDERAL EXPRESS

Division of Corporations  
Registration Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000004217320--3  
-05/15/01--01080--004  
\*\*\*\*160.00 \*\*\*\*160.00

Re: Ridgecrest Group, L.L.C.

W01-11350

Dear Sir or Madam:

In connection with the above-captioned matter, enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and the Certificate of Designation of Registered Agent/Registered Office for filing.

Further enclosed please find our check #5903 made payable to the Florida Department of State in the amount of \$160.00. This amount represents:

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

Once the documents have been filed, please return them to us via Federal Express.  
For billing purposes our Federal Express account number is #0334-0429-8.

If you have any questions, please do not hesitate to call us. Thank you for your attention to this matter.

Sincerely,

*Deborah Bates*

Deborah Bates  
Assistant to Guy Rabideau, Esquire

db  
Enclosures

FILED  
01 MAY 29 AM 1:38  
TALLAHASSEE, FLORIDA

mtw  
5/29



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 18, 2001

DEBORAH BATES  
125 WORTH AVENUE, STE 310  
PALM BEACH, FL 33480-4413

SUBJECT: RIDGECREST GROUP, LLC  
Ref. Number: W01000011350

We have received your document for RIDGECREST GROUP, LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, 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: 701A00030504

01 MAY 29 AM 11:38

FILED

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. Ridgecrest Group, L.L.C.  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2300228  
(FEI number, if applicable)
4. March 9, 2001  
(Date of Organization)
5. One Year  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon registration with the State of Florida  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 7100-39 Fairway Drive, Unit #206, Palm Beach Gardens, FL 33418  
(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:

Charles Merkle, Managing Member, 7100-39 Fairway Drive, Unit #206,  
Palm Beach Gardens, FL 33418

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: Investment

Charles Merkle  
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.)

Charles Merkle, Managing Member

Typed or printed name of signee

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01 MAY 29 2001  
1:38  
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:

Ridgecrest Group, L.L.C.

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

Guy Rabideau, Esq.

(Name)

Pillsbury Winthrop LLP  
125 Worth Avenue, Suite 310

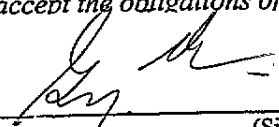
Florida street address (P.O. Box NOT ACCEPTABLE)

Palm Beach

FL 33480

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..*

  
\_\_\_\_\_  
Guy Rabideau, Esq. (Signature)

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

FILED  
01 MAY 29 AM 1:30  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RIDGECREST GROUP, L.L.C." 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 THIRTEENTH DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RIDGECREST GROUP, L.L.C." WAS FORMED ON THE TWELFTH DAY OF MARCH, A.D. 2001.

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

FILED  
01 MAY 29 49 1:36  
TALBOT COUNTY

3366994 8300

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 1019625

DATE: 03-13-01