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Florida Department of State

Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : BERMAN WOLFE RENNERT VOGEL & MANDLER, P.A.
Account Number : 076103002011
Phone : (305) 577-4177
Fax Number : (305) 373-6036

AL

FOREIGN LIMITED LIABILITY COMPANY

MD-BI, LLC

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

* Please use original filing date of Nov. 15, 2001 *

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV 16

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No. 4733

P. 2/4

01 NOV 16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: H01000115026 6

**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 transact business in the State of Florida:

1. The name of the limited liability company is: **MD-BI, LLC**
2. The limited liability company was incorporated under the laws of the State of Delaware on **November 14, 2001.**
3. The date the limited liability company first transacted business in Florida was on **November 14, 2001.**
4. The duration of the limited liability company is perpetual.
5. The principal and mailing address of the limited liability company is: **One Odell Plaza, Yonkers, New York, 10701.**
6. The limited liability company will be manager-managed.
7. The name and address of the manager is as follows: **MD-MGR, Inc., a Delaware corporation, located at One Odell Plaza, Yonkers, New York 10701.**
8. The purpose of the limited liability company is to engage in any lawful act or activity for which limited liability companies may be organized under the State of Delaware and as permitted in the State of Florida.
9. The name and address of the registered agent and registered office of the limited liability company in the State of Florida is:

Registered Agents of Florida, LLC
100 SE 2nd Street, Suite 3500
Miami, Florida 33131

10. Having been named as registered agent 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 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.

REGISTERED AGENTS OF FLORIDA, LLC

By: Charles J. Rennett
Charles J. Rennett, Vice President

11. Attached is a certificate of good standing duly authenticated not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State of Delaware.

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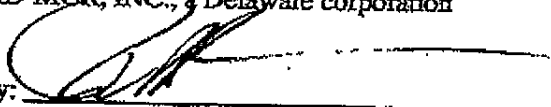
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IN WITNESS WHEREOF, the undersigned manager has duly executed this application this 14th day of November 2001.

MD-MGR, INC., a Delaware corporation

By: 
Name: Robert MacFarlane
Title: Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MD-BI, 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 FIFTEENTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MD-BI, LLC" WAS FORMED ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2001.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 NOV 16



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3457040 8300

AUTHENTICATION: 1448995

010579496

DATE: 11-15-01

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