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ACCOUNT NO. : 07210000032

REFERENCE: 756902

ORDER DATE: January 18, 2002

ORDER TIME : 11:19 AM

ORDER NO. : 756902-010

CUSTOMER NO: 4322981

CUSTOMER: Ms. Melissa B. Mayer

Brown Raysman Millstein Felder

900 Third Avenue

21st Floor

New York, NY 10022

FOREIGN FILINGS

NAME:

SEGUE SEARCH, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER:

DIVISION OF CORPORATION

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: Segue Search, LLC (Name of foreign limited liability company) New York (FEI number, if applicable) (Jurisdiction under the law of which foreign limited liability company is organized) Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") Upon filing. (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) Segue Search, LLC, 295 Madison Avenue, New York, NY 10017 (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: Eric Goldstein, 295 Madison Avenue, New York, NY 10017 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: To engage in any lawful

York Limited Liability Law.

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.)

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, INDERSIGNED 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:
Segue Search, LLC
2. The name and the Florida street address of the registered agent and office are:
Corporation Service Company
(Name)
Florida street address (P.O. Box NOT ACCEPTABLE) Tallabassee FY 32301
Tallahassee FL 32301 (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.

Deborah D. Skipper

Deborah D. Skipper Asst. V. Pres.

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

State of New York Department of State

I hereby certify, that SEGUE SEARCH, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 12/27/2001, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.



Witness my hand and the official seal of the Department of State at the City of Albany, this 18th day of January two thousand and two.

Special Deputy Secretary of State

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