



MO2000000557

ACCOUNT NO. : 072100000032

REFERENCE : 420888 4809298

AUTHORIZATION : *Patricia Riker*

COST LIMIT : \$ 125.00

ORDER DATE : February 28, 2002

ORDER TIME : 9:52 AM

ORDER NO. : 420888-010

CUSTOMER NO: 4809298

700005031307--1

CUSTOMER: Beatrice Kwok, Paralegal
Riker, Danzig, Scherer, Hyland
Headquarters Plaza II
One Speedwell Avenue
Morristown, NJ 07962-1981

IND-5940

FOREIGN FILINGS

NAME: MGD DEVELOPMENT Group of Florida
L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: *JB*
3/1/02

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED 02 MAR -1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 1, 2002

CSC
SARA LEA

SUBJECT: MGD DEVELOPMENT OF FLORIDA, L.L.C.
Ref. Number: W02000005940

We have received your document for MGD DEVELOPMENT OF FLORIDA, L.L.C. and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 102A00012576

02 MAR - 1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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. MGD DEVELOPMENT GROUP OF FLORIDA, L.L.C.
(Name of foreign limited liability company)
2. New Jersey
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. May 17, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. not yet commenced transacting business in Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 245 Saw Mill River Road
Hawthorne, New York 10532
(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:

Martin Ginsburg

245 Saw Mill River Road

Hawthorne, New York 10532

02 MAR -1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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: own and manage

real estate


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.)

Martin Ginsburg, 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:

MGD DEVELOPMENT GROUP OF FLORIDA, L.L.C.

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

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

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.


(Signature)

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

02 MAR - 1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROV.
AND
FILED

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

MGD DEVELOPMENT GROUP OF FLORIDA, L.L.C.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Limited Liability Company was
registered by this office on May 17, 2001.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Matthew H Lubart Esquire
Fox Rothschild O'Brien & Frankel
997 Lenox Drive - Third Floor
Lawrenceville, NJ 08648

Continued on next page . . .

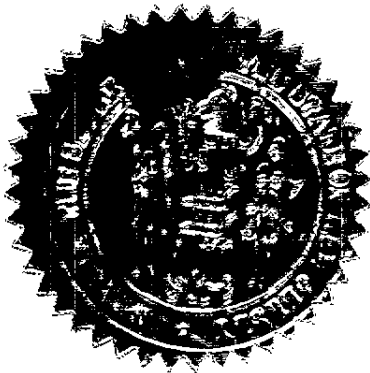
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR - 1 PM '01

APPROVE

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

MGD DEVELOPMENT GROUP OF FLORIDA, L.L.C.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
22nd day of February, 2002

A handwritten signature in cursive script, reading "John E. McCormac".

John E McCormac, CPA
State Treasurer

02 MAR - 1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA