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FELDMAN KOENIG & HIGHSMITH, P.A.

ATTORNEYS AT LAW

ROBERT T. FELDMAN
TIMOTHY J. KOENIG
ROBERT E. HIGHSMITH
JENNIFER G. SANCHEZ
KIRK C. ZUELCH

3158 NORTHSIDE DRIVE
KEY WEST, FLORIDA 33040
TELEPHONE (305) 296-8851
FACSIMILE (305) 296-8575

April 23, 2002

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

500005360385--3
-04/26/02--01061--023
****130.00 ****130.00

RE: HHH Investment Company, L.L.C.

Dear Sirs:

Please find enclosed the following documents:

- 1) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida
- 2) Original Certificate of Existence from State of New Jersey (less than 90 days old)
- 3) Certificate of Designation of Registered Agent/Registered Office
- 4) Firm Check # 002756 in amount of \$130.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 APR 26 PM 12:10

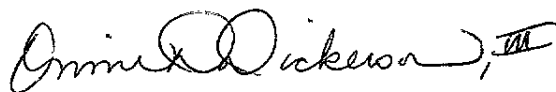
FILED

Please register HHH Investment Company, L.L.C. as a foreign limited liability company authorized to transact business in the State of Florida.

Please forward to my attention, at the address above, a "Certificate of Status" upon completion.

Thank you for your assistance in this matter.

Sincerely,



Onnie D. Dickerson, III
Legal Assistant

MB2-1154
QR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 2002

ONNIE D. DICKERSON, III
3158 NORTHSIDE DRIVE
KEY WEST, FL 33040

SUBJECT: HHH INVESTMENT COMPANY, L.L.C.
Ref. Number: W02000012735

We have received your document for HHH INVESTMENT COMPANY, L.L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 202A00027745

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04/16/2002 TUE 10:16 FAX 305 298 8575

Feldman, Koenig & Highsmith

003

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. HHH Investment Company 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. 22-3327612
(FBI number, if applicable)
4. September 14, 1994
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON APPROVAL
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Hale Resources, Inc., 382 Springfield Avenue
Summit, N.J. 07901
(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:

Gerald A. Hale, Manager
c/o Hale Resources, Inc.
382 Springfield Avenue
Summit, N.J. 07901

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 of Real Estate

Gerald A. Hale
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.)

Gerald A. Hale
Typed or printed name of signer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

**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:

HHH INVESTMENT COMPANY, L.L.C.

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

TIMOTHY J. KOENIG, ATTORNEY

(Name)

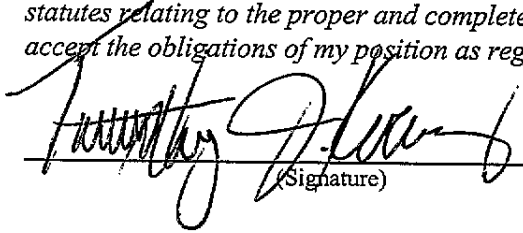
3158 NORTHSIDE DRIVE

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

KEY WEST, FL 33040

(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)

FILED
02 APR 26 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING*

HHH INVESTMENT COMPANY, 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 September 14, 1994.*

*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:*

*Gerald A Hale
C/O Hale Resources, Inc.
382 Springfield Ave.
Summit, NJ 07901*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

HHH INVESTMENT COMPANY, L.L.C.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
12th day of April, 2002

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

John E McCormac, CPA
State Treasurer