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General Counsel Advisors, P.A.
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Apopka, FL 32703
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Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

July 16, 2002

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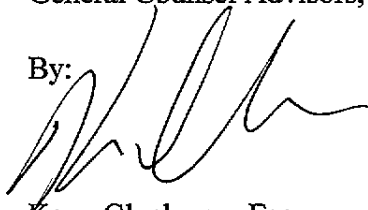
Re: Accseus Center Jacksonville, LLC

Enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, an original certificate of existence/good standing, a Certificate of Designation of Registered Agent/Registered Office, and a check payable to the Florida Department of State in the total amount of \$125.00. Please let me know if you need additional information. Thank you for your assistance in this matter.

Sincerely,

General Counsel Advisors, P.A.

By:



Kenn Gluckman, Esq.
Its President


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2002 JUL 22 AM 9:54
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUL 23 2002

**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:*

1. Accseus Center Jacksonville, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI no., if app.)
4. June 4, 2002
(Date of Organization)
5. Perpetual
(Duration)
6. July 15, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 6 East Bay St., Suite 350
Jacksonville, FL 32202
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here X
9. The name and usual business address of the managing members or managers are as follows:
6 East Bay St., Suite 350
Jacksonville, FL 32202
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: All purposes for which limited liability companies may be formed under Florida 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.)

Kenneth S. Gluckman
(Typed or printed name of signee)

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**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.

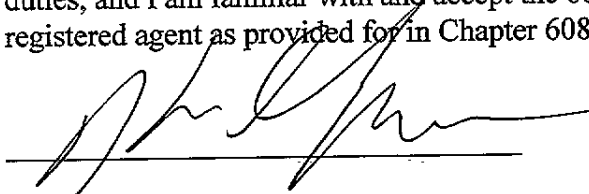
1. The name of the Limited Liability Company is:

Accseus Center Jacksonville, LLC

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

Kenn Gluckman, Esq.
General Counsel Advisors, P.A.
1416 Holly Glen Run
Apopka, FL 32703

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)

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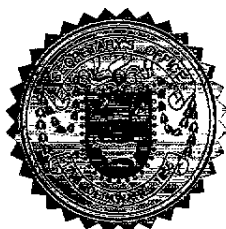
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACCSEUS CENTER JACKSONVILLE, 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 SECOND DAY OF JULY, A.D. 2002.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1865987