

Mentor Group Holdings, LLC

6309 Via Palladium
Boca Raton, FL 33433
PH. 917-328-3038

M020000001935

July 23, 2002

Florida Department of State
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32399

APPROVED
AND
FILED
02 JUL 24 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To whom it may concern,

Please find attached my application for authorization to transact business in Florida. I have included the \$125.00 fee as well as an additional \$30.00 for a certified copy.

I have included a Fed-Ex return envelope and pre-addressed airbill if you would be so kind as to use it when sending the appropriate papers back to me.

I can be reached at:

Mark Adrian
6309 Via Palladium
Boca Raton FL, 33433
Phone: 917-328-3038

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-07/24/02--01022--005
****155.00 ****155.00

The return address for the package is an office address that is more convenient for me to receive this particular package.

Thank you for your attention to this matter.

Sincerely,

Mark J. Adrian
Mark J. Adrian
Member

*per mark add
upon qual. to
line 6 of application*

102-21461

*JPB
7-25-02*

**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. MENTOR GROUP HOLDINGS, LLC
(Name of foreign limited liability company)
2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 03-0474334
(FEI number, if applicable)
4. JUNE 20, 2002
(Date of Organization)
5. JUNE 30, 2040
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 6309 Via Palladium, Boca Raton, Florida 33433
(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:

Mark J. Adrian

6309 Via Palladium

Boca Raton, Florida 33433

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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: Investments and
holding company

Mark J. Adrian
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.)

Mark J. Adrian

Typed or printed name of signer

**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:

MENTOR GROUP HOLDINGS, LLC

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

Mark J. Adrian
(Name)

6309 Via Palladium

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

Boca Raton, Florida 33433
(City/State/Zip)

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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.

Mark J. Adrian
(Signature)

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

Delaware

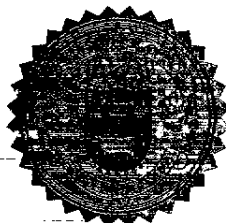
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MENTOR GROUP HOLDINGS, 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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MENTOR GROUP HOLDINGS, LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2002.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1866217

DATE: 07-02-02