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CORPORATION NAME(S) & DOCUM	IENT NUMBER(S), (if known):
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NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other
	Examiner's Initials

CR2E031(7/97)

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

OF

TITAN CAPITAL ASSOCIATES, LLC

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. The name of foreign limited liability company is:

TITAN CAPITAL ASSOCIATES, LLC

- 2. The State in which the limited liability company is organized is Delaware.
- 3. The limited liability company's Federal Employer Identification Number is 11-3657138.
- 4. The date of which this limited liability company was organized is October 1, 2002.
- 5. The duration of this limited liability company is perpetual.
- 6. The date on which the limited liability company first transacted business in Fig. be upon filing of this application for authorization.
- 7. The street address of the principal office of the limited liability company is:

551 S.E. 8th Street, Suite 600 Delray Beach, Florida 33483

- 8. The limited liability company is manager-managed.
- 9. The name and usual business addresses of the managing members or managers are as follows:

Name Address

MTS Telecommunications, Inc. 551 S.E. 8th Street, Suite 600 Delray Beach, Florida 33483

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.

The nature of business or purposes to be conducted or promoted in Florida are as follows: Investment and securities and other related activities

Dated this, 21st day of October, 2002

MTS Telecommunications, Inc., Manager by Stephen A. Suddanha, President

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SECRETARY OF STATE
TALLAHASSEE EI ABIE

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:

TITAN CAPITAL ASSOCIATES, LLC

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

MTS Telecommunications, Inc. 551 S.E. 8th Street Delray Beach, Florida 33483

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SECRETARY OF STATE
TALL AHASSEE, FLORIDA

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.

Dated this 21st day of October, 2002

MTS Tolers permunications, Inc. by Stephen A. Saldanha, President

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TITAN CAPITAL ASSOCIATES, 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 ELEVENTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TITAN CAPITAL ASSOCIATES, LLC" WAS FORMED ON THE FIRST DAY OF OCTOBER, A.D. 2002.

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



Darriet Smith Windson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2030920

DATE: 10-11-02

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