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TALLAHASSEE, FLORIDA

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November 25, 2002

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

Via Federal Express
November 26, 2002, Delivery Requested

Re: Hickey Hill Partners, LLC

Dear Sir or Madam:

In connection with the captioned matter, enclosed are the following:

- 1) Application for Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- 2) Certificate of Designation of Registered Agent/Registered Office;
- 3) Certificate of Existence dated November 14, 2002; and
- 4) Check in the amount of \$155.00 representing the filing fee (\$100.00), Designation of Registered Agent (\$25.00), and certified copy fee (\$30.00).

Please forward the letter of acknowledgment and certified copy to me at my Boca Raton address, listed above, and if you have any questions, do not hesitate to contact me.

Sincerely,

DONALD R. TESCHER

DRT/dd

Enclosures

cc: David Galpern

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TALLAHASSEE, FLORIDA

**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. HICKEY HILL PARTNERS, LLC
(Name of foreign limited liability company)
2. COLORADO
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 51-0416852
(FEI number, if applicable)
4. JULY 25, 2002
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. AUGUST 9, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5364 ASCOT BEND
BOCA RATON, FL 33496
(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:

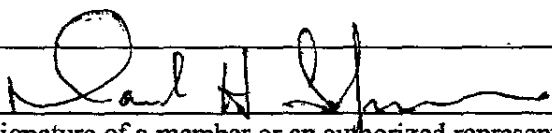
DAVID H. GALPERN

5364 ASCOT BEND

BOCA RATON, FL 33496

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


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.)

DAVID H. GALPERN, MANAGER

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**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:

HICKEY HILL PARTNERS, LLC, a Colorado limited liability company

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

M & W AGENTS, INC.

(Name)

2101 CORPORATE BLVD., STE. 107

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

BOCA RATON, FL 33431

(City/State/Zip)

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TALLAHASSEE, FLORIDA

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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.



DONALD R. TESCHER, (Signature) PRESIDENT

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



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

HICKEY HILL PARTNERS, LLC
(Colorado LIMITED LIABILITY COMPANY)
File # 20021203027

was filed in this office on July 25, 2002 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: November 14, 2002

For Validation:

Certificate ID: 608089

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate



SECRETARY OF STATE