# M03000000095

| (Requestor's Name)                      |
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BIVISION OF CONFORMION



ACCOUNT NO. : 072100000032

REFERENCE: 883245 4803290

AUTHORIZATION :

COST LIMIT :

ORDER DATE: January 9, 2003

ORDER TIME : 11:47 AM

ORDER NO. : 883245-030

CUSTOMER NO: 4803290

CUSTOMER: Sheryl Federiciano, Legal Asst

Kramer Levin Naftalis &

919 Third Avenue

New York, NY 10022-3903

FOREIGN FILINGS

NAME:

STRATEGIC REAL ESTATE

ACQUISITIONS LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_ CERTIFIED COPY

XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147

EXAMINER: \_\_\_\_\_

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

| 1. Strategic Read Estate Acquestions LLC (Name of foreign limited liability company)  2. DELAWARE (Jurisdiction under the law of which foreign limited liability company is organized)  4. Decly Location (Date of Organization)  5. PERPETUAL (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. 1801 CENTRE PARK DRIVE EAST, SUITE 100  WEST PALM BEACH FL 33401  (Street address of principal office)   | IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO R.<br>LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:  | EGISTER A   | 4 FORE           | GN               |
|---|--|-------------|------------------|------------------|
| (Name of foreign limited liability company)  2. DELAWARS (Jurisdiction under the law of which foreign limited liability company is organized)  4. AD DELIMON 2002 5. PERPETURE (Duration: Year limited liability company will cease to exist or "perpetual")  6. DEON QUALIFICATION (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  7. 1801 CENTRE PARK DRIVE EAST, SUITE 100  WEST PALM BEACH FL 33401 (Street address of principal office)  8. If limited liability company is a manager-managed company, check here 9.  9. The name and usual business addresses of the managing members or managers are as follows:  EMIL ASSENTATO 141 PIPING ROCK ROAD LOCUST VALLEY NY 10561  DERIVATIVE MARKETING ASSOCIATES LLC 141 PIPING ROCK ROAD LOCUST VALLEY NY 10561  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 originized. (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:  Signature of a member or an authorized representative of a member. (In accordance with section 608.4063; F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) |  | 116         |                  | -                |
| (Jurisdiction under the law of which foreign limited liability company is organized)  4. 20 Delly 2003  |  | 112         | ·                |                  |
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| an affirmation under the penalties of perjury that the facts stated herein are true.)   |  | <del></del> |                  | _                |
|   |  |             | =                |                  |
| DEBRIG FEDERICLAMO, MOTHORIDED FERBON   |  | 7           | <del>ن</del>     |                  |
| Typed or printed name of signee   |  | w · ·       | ⊅⊤ p             | - 494            |

### 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:  Strategic Real Estate Acquisitions LLC |
|----|---|
|    | Strategic Rea White Acquisitions Lee  |
| 2. | The name and the Florida street address of the registered agent and office are:       |
|    | Corporation Service Company   |
|    | (Name)  |
|    | 1201 Have Chroat  |
|    | Florida street address (P.O. Box NOT ACCEPTABLE)                                      |
|    |   |
|    | Tallahassee FL 32301  |
|    | (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.

Deborah D. Skipper Asst. V. Pres.

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

# Delaware

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STRATEGIC REAL ESTATE ACQUISITIONS 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 SEVENTH DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STRATEGIC REAL ESTATE ACQUISITIONS LLC" WAS FORMED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2002.

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



Warriet Smith Hindon
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2190460

DATE: 01-07-03

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