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ACCOUNT NO. : 072100000032

REFERENCE: 872817

7210080

AUTHORIZATION

COST LIMIT

ORDER DATE: January 22, 2003

ORDER TIME: 3:49 PM

ORDER NO. : 872817-005

CUSTOMER NO: 7210080

CUSTOMER: Michael A. Shapiro, Esq

Michael Shapiro, Pllc

Building: 420 Suite: 1910,

Grey Bar Building 420 New York, NY 10170

#### FOREIGN FILINGS

NAME: BEACH VGIP, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY 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

TRANSACT DOSINESS IN FEORISM
IN COMPLIANCE WITH SECTION 808503, PLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
1. Beach VG P (Name of foreign limited liability company)  2. Delaw Gre  [Unisdiction under the law of which foreign limited liability (FEI number I) applicable)  4. Company is organized)  5. Pervective  The process of the law of which foreign limited liability (FEI number I) applicable)
(Name of foreign limited liability company)
2. Jelan are 3. tentra 700
(Jurisdiction under the law of which foreign limited liability (FEI number if applicable) company is organized)
4 Villaber 2002 5 terrectury
(Date of Organization) (Duration; Year limited liability company will cease to Application exist or "perpetual")
a Unon allalities from
(Date first/transacted business in Florida. (See sections 608.501, 608.502, and 817.155, E.S.)
7. Of SUN MANNOFMENT, 16 HT. EDO ROAL DOWN,
Baylon IV Into
(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:
Refer D. Gamar, Gamy M. Davis
Addis On the state of the state
Aganos danes as allows
and the second of the second
10. Attached is an original certificate of existence, no more than 90 days old, duly anthenticated 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 fixetign language, a
translation of the certificate under eath of the translator must be subthitted)
11. Nature of business or purposes to be conducted or promoted in Florida: Lead estate
Ownership and Management
- City -
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.)
(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.)  Typed or printed frame of signs a
Typed or printed hame of signee
/ //m/ s/X

## 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:
	Brach VOIP, LLC
2.	The name and the Florida street address of the registered agent and office are:
	and a found of the control of the co
	Corporation Service Company (Name)
	(Tamenth)
	1201 Hays Street
	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 registerea agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the prover 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)

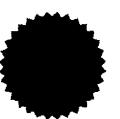
# Delaware

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEACH VGIP, 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 TWENTY-SECOND DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BEACH VGIP, LLC" WAS FORMED ON THE NINETEENTH DAY OF DECEMBER, A.D. 2002.

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



Varriet Smith Window

AUTHENTICATION: 2217795

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