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

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IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGI LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:	٧
1. Next Holdings Group, LLC.  Name of foreign limited liability company)	
Delaure 3 38-3645965	
company is organized)	
4. 3/1/02 (Date of Organization)  5. Device of Organization)  5. Device of Organization (Direction)  5. Device of Organization (Direction)  6. Device of Organization (Direction)  7. Device of Organization (Direction)  7. Device of Organization (Direction)	
6. 21903 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7. 80 SW 8th Street, Shite 2000	
Miami, FL 33130	
(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:  KALLIN RUSMAN 80 SW 8 <sup>th</sup> St # 2000 MIAMI FT \$3130	
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<del></del>	
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.)	3
11. Nature of business or purposes to be conducted or promoted in Florida: Marketing	
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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 perpirty that the facts stated herein are true.)	
Karen Kossman	
Typed or printed name of signee	

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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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 Liab	ility Compa	ny is:					
Nex	+ Holding	s Gnu	2, U					
	J	Ų						
2. The name an	d the Florida stre	et address of	f the register	ed agen	t and offic	e are:		
	Ke	aven	Rossm	an				
			(Name)					
	80 SW	84h	Stree	4, (	Suite	2000	MTM	US FEB
	Flori	da street addre	ss (P.O. Box 1	I <b>QT</b> ACCI	EPTABLE)		200 - 1	در. دی
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liability company registered agent statutes relating	ned as registered y at the place desi and agree to act t to the proper and ations of my positi	gnated in thi in this capac complete pe	is certificate, ity. I further erforman <u>c</u> e o	I hereb agree to f my dut	y accept the comply whites, and I	he appointmen with the provi am familiar w	nt as sions of a rith and	
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11		)	· <u>·</u>					
Kaux	Kann		- <del></del>					
	(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

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#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXT HOLDINGS GROUP L.L.C." 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 FOURTEENTH DAY OF FEBRUARY, A.D. 2003.



3500916 8300

Warriet Smith Hindson. Harriet Smith Windson, Secretary of State

AUTHENTICATION: 2261626

030101092 - DATE: 02-14-03