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FOREIGN LIMITED LIABILITY COMPANY

Argonaut Properties LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
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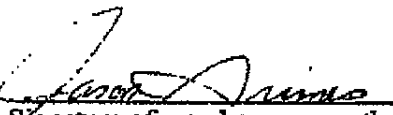
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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. Name of foreign limited liability company: **Argonaut Properties LLC**
2. Jurisdiction under the law of which foreign limited liability company is organized:
Arizona
3. FEI number (if applicable): applied for
4. Date of organization: **7/30/03**
5. Duration: **perpetual**
6. Date first transacted business in Florida: **date of filing**
7. Street address of principal office: **14836 North 41st Place, Phoenix, AZ 85032**
8. The limited liability company is to be managed by: **Members**
9. Name, title, and business address of each managing member or manager who will manage the foreign limited liability company in Florida:

Jason Grimes, 1401 Bay Road, #309, Miami Beach, Florida 33139
Armando Jimenez, 14836 North 41st Place, Phoenix, Arizona 85032
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized.
11. Nature of business or purposes to be conducted or promoted in Florida: **Real Estate holdings and investments.**



Signature of 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.)

Jason Grimes
Printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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: **Argonaut Properties LLC**
2. The name and the Florida street address of the registered agent and office are: Jason Grimes, 1401 Bay Road, Ste 309, Miami Beach, Florida 33139

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.


Jason Grimes

Date: July 9, 2003

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF ARIZONA

Office of the
CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, James G. Jayne, Interim Executive Secretary of the Arizona Corporation Commission, do hereby certify that

ARGONAUNT PROPERTIES LLC

a domestic limited liability company organized under the laws of the State of Arizona, did organize on the 14th day of February 2003.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said limited liability company is not administratively dissolved for failure to comply with the provisions of A.R.S. section 29-601 et seq., the Arizona Limited Liability Company Act; and that the said limited liability company has not filed Articles of Termination as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 10th Day of July, 2003, A. D.



Interim Executive Secretary

By

Handwritten signature of James G. Jayne.

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