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Division of Corporations

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To:

Division of Corporations
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RECEIVED
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DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FOREIGN LIMITED LIABILITY COMPANY

eAppeals LLC

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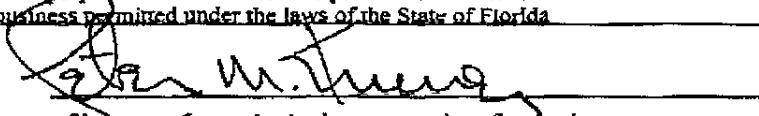
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. eAppeals LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 753127441
(FEI number, if applicable)
4. July 29, 2003
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification in the State of Florida
(Date first transacted business in Florida. (See sections 608.501, 6708.502, and 817.155, F.S.))
7. 1680 Michigan Avenue, Suite 700, Miami, FL 33139
(Street address of principal office)
8. Limited liability company is a member-managed / manager-managed company ✓
9. The name and usual business addresses of the managing members or managers are as follows:
Names/Managers: William Kirsh, Peter Kramer, Alice Kane, Steve Griffin and Rory Riggs
Address: 1680 Michigan Avenue, Suite 700, Miami, FL 33139
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:
To engage in any lawful business permitted under the laws of the State of Florida

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 APPELLATE



Signature of 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.)

Peter Kramer, Vice President

 Typed or printed name of signee

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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:

eAppeals LLC

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

American Information Services, Inc.
(Name)

One SE 3rd Avenue, 28th Floor
Florida street address (P O Box NOT ACCEPTABLE)

Miami FL 33131
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.

03 AUG 25 AM 8:20
STATE OF FLORIDA
TALLAHASSEE

Registered Agent

American Information Services, Inc.

By: Nery G. Toledo, Asst. Sec.
Nery G. Toledo, Assistant Secretary

Date: August 25, 2003

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EAPPEALS 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 TWENTIETH DAY OF AUGUST, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EAPPEALS LLC" WAS FORMED ON THE TWENTY-NINTH DAY OF JULY, A.D. 2003.

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3687044 8300

AUTHENTICATION: 2593112

030543504

DATE: 08-20-03