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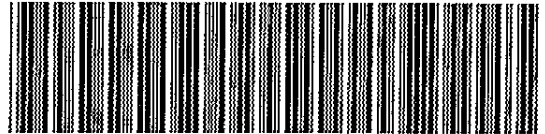
Certificates of Status

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SEAL OF STATE
TALLAHASSEE FLORIDA

Lynn A. Bisnar
Paralegal
LBisnar@prestongates.com

September 19, 2003

VIA UPS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: UPCHUCK, LLC – Foreign Qualification

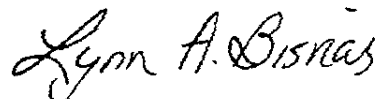
Gentlemen:

On behalf of UPCHUCK, LLC, a Nevada limited liability company (the "Company"), enclosed for filing are the original and one (1) copy of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, together with an original Certificate of Existence with Status in Good Standing issued by the Nevada Secretary of State. Also enclosed is the Company's check for \$155 to cover the \$100 filing fee, \$25 fee for designation of registered agent and \$30 fee for one certified copy.

Please file the enclosed Application and return a certified copy to our office as soon as possible in the enclosed envelope provided for your use.

If you have any questions or need anything further, please contact our office. Thank you for your prompt attention to this matter.

Very truly yours,



Lynn A. Bisnar
Paralegal

LAB/lb

Enclosures

cc: Richard H. Bruck, Esq. (I/O)

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. UPCHUCK, LLC
(Name of foreign limited liability company)
2. Nevada
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 05-0576711
(FEI number, if applicable)
4. June 26, 2003
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. June 26, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1130 Brownshire Court
Longwood, Florida 32779
(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:

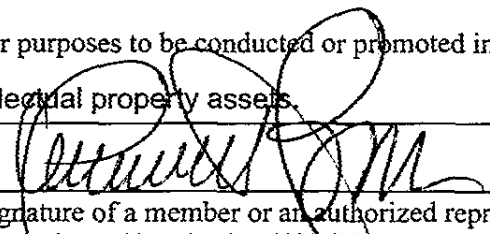
Charlene B. Nassif, 1130 Brownshire Court, Longwood, FL 32779

James Peter Summerville, 3002 Ashpark, Winterpark, FL 32792

Richard H. Bruck, 23 Montecito Drive, Corona del Mar, CA 92625

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: ownership and
exploitation of intellectual property assets.


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.)

Richard H. Bruck

Typed or printed name of signer

08 SEP 22 AM 8:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

**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:

UPCHUCK, LLC

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

James Peter Summerville

(Name)

3002 Ashpark

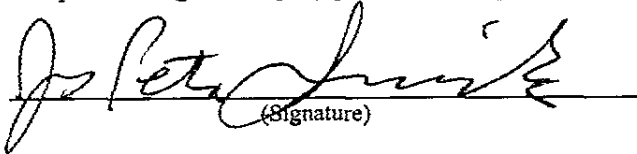
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Winterpark

FL 32792

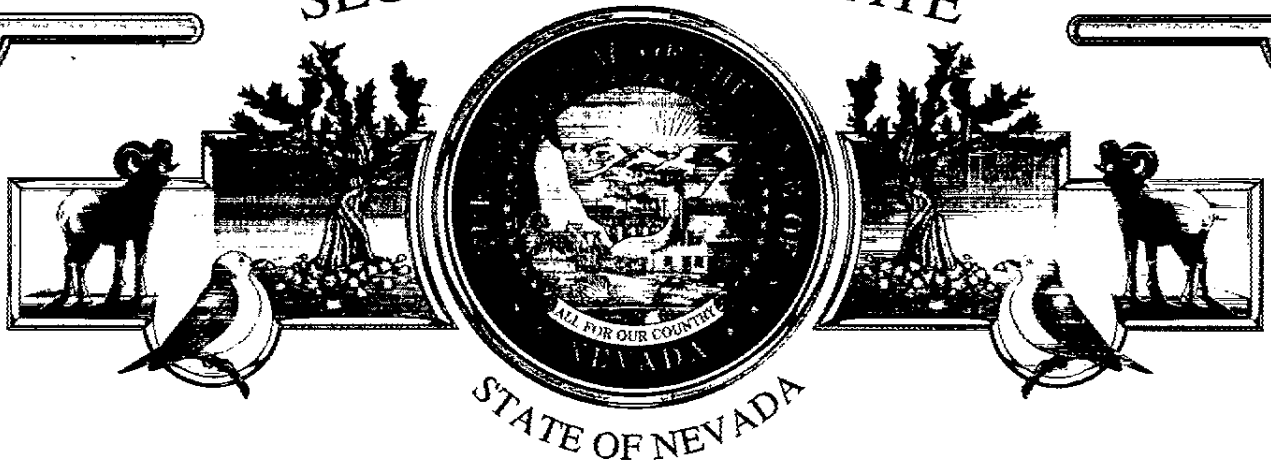
(City/State/Zip)

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.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **UPCHUCK, LLC**, as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 26, 2003, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 16, 2003.



Dean Heller

DEAN HELLER
Secretary of State

By

Acqueline Arris
Certification Clerk