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Office Use Only









ACCOUNT NO. : 072100000032 REFERENCE : AUTHORIZATION COST LIMIT : ORDER DATE: October 27, 2003 ORDER TIME : 2:36 PM ORDER NO. : 296602-005 CUSTOMER NO: 7199649 CUSTOMER: Ms. Jeannette Garofalo Hunton & Williams Suite 2500, Barclays Financial Center 1111 Brickell Ave Miami, FL 33131 FOREIGN FILINGS NAME: ZELL GLOBAL, LLC XXXX QUALIFICATION (TYPE: LL) PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY ___PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER:

CONTACT PERSON: Susie Knight -- EXT# 1156

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

| L. Zell Global, LLC | | _ | | رم الله الله الله الله الله الله الله الل |
|--|--|----------------|--|---|
| | Name of foreign lim | uted liabilii | ry company) | |
| Delaware | 2 | <u>n</u> /a | | 圣 |
| (Iurisdiction under the law of which foreign company to organized) | violided Leited | <u></u> | (FEI number, if applicable) | 22.0 |
| October 14, 2003 | 5. | perpeti | ua! | · · · · · · · · · · · · · · · · · · · |
| (Date of Organization) | | (Duration | n. Year limited liability company | y will cease to |
| Has not yet transacted pusiness | | | | |
| (Date first transacted business | s in Florida. (Sec se | chous 608 | 501, 608 502, and 817, 155, P.S. |) |
| 13790 N.W. 4th Street, Suite 11: | 2 | | | |
| Sunrise, FL 39326 | | | | |
| | (Street address of | principal of | lice) | |
| If limited liability company is a mana | ೧೯೭೯-T0:3D3 ಸಕಗೆ ೧೧: | מאמשע בי | hock here | |
| to home one could be a company to a company | .g 1/1 | | 10 | |
| The name and usual business address | es of the managi | ng memb | ecrs or managers are as foll | ows: |
| Annur Heller 13790 N.W. 4th St. | reet, Suite 112, | , Sunrise | , FL 39325 | |
| Juda Zebersky 13790 N.W. 4th | Street, Suite 11 | 2, Sund | so, FL 35325 | |
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| | | - | er soot character | • |
| . Nature of business or purposes to be | conducted or pro | n botame | Florida: Supply change | |
| management and product sourcing | g services | | | |
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| Signaffire of a men (hi accordance with secon | iper of an Bulhor on 608.408(3), F.S. T | ized repr | esentanve of a member. of this document commutes | |
| an efficient on ander the | penaines of perjuly th | at the facts | अभवत् प्रसद्धाः वार प्रमद्धः | |
| Marvin Conen | ······································ | | | |
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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: | | | | |
|--|---|-----|--|--|--|
| | ZELL GLORAL, LLC | ·. | | | |
| 2. | The name and the Florida street address of the registered agent and office are: | | | | |
| | CORPORATION SERVICE COMPANY (Name) | | | | |
| | 1201 HAYS STREET | , | | | |
| Florida street address (P.O. Box NOT ACCEPTABLE) | | | | | |
| | Tallahassee FL 32301 (City/State/Zip) | - v | | | |

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.

Neborah N. Skipper
(Signature)

\$ 100.00
\$ 25.00
\$ 25.00
\$ 30.00
\$ 5.00
Certified Copy (optional)
\$ 5.00
Certificate of Status (optional)

Delaware

PAGE I

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZELL GLOBAL, 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 SIXTEENTH DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ZELL GLOBAL, LLC" WAS FORMED ON THE FOURTEENTH DAY OF OCTOBER, A.D. 2003.

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



Warnet Smith Windson, Secretary of State

AUTHENTICATION: 2694395

DATE: 10-16-03

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