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01/06/04--01025--002 **160.00

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. LEXICON CAPITAL PARTNERS, LLC (Name of foreign limited liability company)
2. MA SSACHUSETTS (Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. (Date of Organization) 5. VERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")
6. (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7 910 EAST ATLANTIC AVENUE #7
DELPAY BEACH FL 33483 (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:
GARY J. KINNER 900 EAST ATLANTIC AV, BERAY BEACH, F
GARY J. KINNER 900 EAST ATLANTIC AV, ETRAY BEACH, F WILLIAM G. NEEDLEMAN I' (1) \$334
RICHARD L. KOVNER " " "
18 1 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
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: REAL ESTATE
DEVELOPMENT AND ACQUISITION.
John IV
Signature of a member 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.)
GARY I KOYNER
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

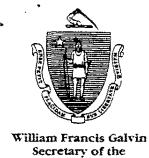
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)



Commonwealth

The Commonwealth of Ilassachusetts Secretary of the Commonwealth State House, Boston, Massachusetts 02/88

January 2, 2004

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

LEXICON CAPITAL PARTNERS, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on August 20, 2003.

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that, said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: GARY J. KOVNER

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: GARY J. KOVNER

The names of all persons authorized to act with respect to real property listed in the most recent filing are: GARY J. KOVNER

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

Secretary of the Commonwealth