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ACCOUNT NO. : 072100000032

REFERENCE: 409648

AUTHORIZATION :

COST LIMIT

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4324180

ORDER DATE: January 26, 2004

ORDER TIME : 1:0 PM

ORDER NO. : 409648-015

CUSTOMER NO: 4324180

CUSTOMER: Roger Simon, Esq

Weil Gotshal & Manges Llp

Suite 100

1501 K Street N.w. Washington, DC 20005

FOREIGN FILINGS

NAME: PARK CENTRAL TWO LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER:

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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 FORE. LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:	IGIQ -
1. Park Central Two LLC (Name of foreign limited liability company)	3 €
(traine of foreign infined tractitis combinity)	Q?
2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied For (FEI number, if applicable)	
4. January 20, 2004 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")	
6. January 20, 2004 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7. 12765 West Forest Hill Boulevard, Suite 1307	
Wellington, Florida 33414 (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:	
c/o Fark Central Holdings LLC	
12765 West Forest Hill Boulevard, Suite 1307	
Wellington, Florida 33414	
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record 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.)	sin
11. Nature of business or purposes to be conducted or promoted in Florida: ownership,	
management and development of real property	
_ Can Am	
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.)	
Aaron Guth	
Typed or printed name of signee	

146321 - 73683,0559

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 t	he Limited Liability Compa	any is:		•	
Park Central	Two LLC				
2. The name and	the Florida street address of	of the registe	ered agent and office are:		
_	Corporati	ion Servi	ce Company		
		(Name)		•	
1201 Hays Street					
Florida street address (P.O. Box NOT ACCEPTABLE)					
	Tallahassee	FL	32301		
(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.

Websich W. Skipper Deborah D. Skipper Asst. V. Pres.

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

Delaware PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARK CENTRAL TWO 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 JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PARK CENTRAL TWO LLC" WAS FORMED ON THE TWENTIETH DAY OF JANUARY, A.D. 2004.

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



Warriet Smith Hindson

AUTHENTICATION: 2878496

DATE: 01-20-04

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