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Division of Corporations

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Florida Department of State
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Division of Corporations
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Account Name : Berman Rennert Vogel & Mandler, PA
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FOREIGN LIMITED LIABILITY COMPANY

WSG Carillon LLC

Certificate of Status	1
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Page Count	01
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04 APR 13 PM 13 P 354

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

\$2260

FAX AUDIT NUMBER: H04000068494 3

**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 transact business in the State of Florida:

1. The name of the limited liability company is: **WSG CARILLON LLC**
2. The limited liability company was incorporated under the laws of the State of Delaware on July 11, 2002.
3. The date the limited liability company first transacted business in Florida was on July 11, 2002.
4. The duration of the limited liability company is perpetual.
5. The mailing address of the limited liability company is: 400 Arthur Godfrey Road, Miami Beach, Florida 33140.
6. The purpose of the limited liability company is to engage in any lawful act or activity for which limited liability companies may be organized under the State of Delaware and as permitted in the State of Florida.
7. The name and address of the registered agent and registered office of the limited liability company in the State of Florida is:

Registered Agents of Florida, LLC
100 Southeast Second Street, Suite 2900
Miami, Florida 33131-2130

8. Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this application, 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.

REGISTERED AGENTS OF FLORIDA, LLC

By: Charles J. Renner
Charles J. Renner, Vice President

9. Attached is a certificate of good standing duly authenticated not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State of Delaware.

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10. Names and Addresses of Members of the corporation:

Managing Members

<u>Name</u>	<u>Address</u>
Eric Sheppard	400 Arthur Godfrey Road, Miami Beach, Florida 33140
Philip Wolman	400 Arthur Godfrey Road, Miami Beach, Florida 33140

IN WITNESS WHEREOF, the undersigned member has duly executed this application this 31st day of March 2004.

WSG CARILLON LLC

By: 

Name: Eric Sheppard

Title: Authorized Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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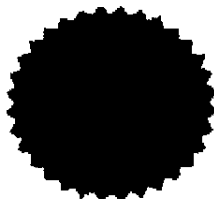
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WSG CARILLON 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 TWELFTH DAY OF FEBRUARY, A.D. 2004.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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