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FOREIGN LIMITED LIABILITY COMPANY

Triage Capital, LLC

Certificate of Status	0
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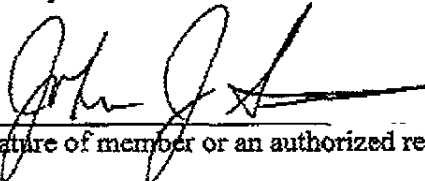
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with section 608.503, Florida statutes, the following is submitted to register a Foreign Limited Liability Company to transact business in the state of Florida.

1. Name of foreign limited liability company: **Triage Capital, LLC**
2. Jurisdiction under the law of which foreign limited liability company is organized: **Delaware**
3. FEI number (if applicable): **20-0939563**
4. Date of organization: **3/10/04**
5. Duration: **Perpetual**
6. Date first transacted business in Florida: **Date of filing**
7. Street address of principal office: **1221 Brickell Avenue, Suite 1540, Miami, Florida 33131**
8. The limited liability company is to be managed by: **Members**
9. Name, title, and business address of each managing member or manager who will manage the foreign limited liability company in Florida:

John Sicilian, 1221 Brickell Avenue, Suite 1540, Miami, Florida 33131, Member
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized.
11. Nature of business or purposes to be conducted or promoted in Florida: **Private Equity Group.**


Signature of member or an authorized representative of a member.

John Sicilian, 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.)

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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: Triage Capital, LLC
2. The name and the Florida street address of the registered agent and office is: Business Filings Incorporated, 660 East Jefferson Street, Tallahassee, Florida 32301. Located in the county of Leon.

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.



Business Filings Incorporated, Mark Schiff, AVP

Date: March 22, 2004

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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 "TRIAGE CAPITAL, 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 TWENTY-THIRD DAY OF MARCH, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TRIAGE CAPITAL, LLC" WAS FORMED ON THE TENTH DAY OF MARCH, A.D. 2004.

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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