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## FOREIGN LIMITED LIABILITY COMPANY

The Coby Group, LLC

Certificate of Status	1
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#### FAX AUDIT NUMBER: H04000086807 3

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY APR 26 A 10: 51 FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA SECRETARY OF STATE TALLAHASSEE, 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: THE COBY GROUP, LLC
- 2. The limited liability company was incorporated under the laws of the State of Delaware on April 23, 2004.
- 3. The date the limited liability company first transacted business in Florida was on April 23, 2004.
- 4. The duration of the limited liability company is perpetual.
- The mailing address of the limited liability company is: 70 West 93<sup>rd</sup> Street, Suite 100, New York, New York 10025.
- 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.

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:

SECRETARY OF STATE TALLAHASSEE, FLORIDA

### Managing Members

Name	Address	
Leslie Westreich	70 West 93 <sup>rd</sup> Street, Suite 100, New York, New York 10025.	
Morty J. Yashar	70 West 93 <sup>rd</sup> Street, Suitc 100, New York, New York 10025.	

IN WITNESS WHEREOF, the undersigned member has duly executed this application this 45 day of April 2004.

THE COBY GROUP, LLC

Namo: Laslie Westroich

Title: Member

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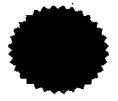
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SECRETARY OF STATE TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE COBY GROUP, 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 APRIL, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE COBY GROUP, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF APRIL, A.D. 2004.



Darriet Smith Hindson. Harrier Smith Windson, Socretary of Sease

AUTHENTICATION: 3071532

DATE: 04-23-04