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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

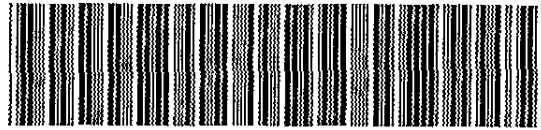
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Edwards & Angell^{LLP}

One North Clematis Street Suite 400 West Palm Beach, FL 33401 561.833.7700 fax 561.655.8719

April M. Rogers

Paralegal

561.820.0261

fax 561.655.8719

Arogers@EdwardsAngell.com

May 4, 2004

VIA FEDEX

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Application by Foreign Limited Liability Company for Authorization to Transact
Business in Florida

Dear Sir or Madam:

Please find enclosed an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for CGW Warehouses, LLC, together with a check in the amount of \$160.00 which represents the filing of this Application, a certified copy of the record and a certificate of good standing.

Should you have any questions or concerns, please do not hesitate to contact me, as I will be happy to assist you.

Yours truly,



April M. Rogers
Paralegal

AMR
Enclosures


**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 TRANSACTION BUSINESS IN THE STATE OF
FLORIDA:*

1. CGW Warehouses, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied For
(FEI number, if applicable)
4. April 23, 2002
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing.
(Date first transacted business in Florida.) (SEE SECTIONS 608.501, 608.502 and 817.155, F.S.)
7. Edwards & Angell, c/o G. Young, One North Clematis Street, Ste. 400, West Palm Beach, FL 33401
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒.
9. The names and usual business addresses of the managing members or managers are as follows:

Curtis Watkins, Sole Member and Manager
C/o 2400 East Las Olas Blvd., #129
Ft. Lauderdale, FL 33301
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:

This limited liability company may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.


Signature of a member or an authorized representative of a member.
(In accordance with section 608.048(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gregory E. Young, Authorized Representative
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.

1. The name of the limited liability company is **CGW Warehouses, LLC**.
2. The name and the Florida street address of the registered agent and office are:

Angell Corporate Services, Inc.
(Name)

One North Clematis Street, Suite 400
Florida street address (P.O. Box NOT acceptable)

West Palm Beach FL 33401
City/State/Zip

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CLERK OF COURT
JULIAN STREET FLORIDA

JAN 10 - 5 PM 2:05

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, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and it is familiar with and accepts the obligations of its position as registered agent as provided in Chapter 608, F.S.

ANGELL CORPORATE SERVICES, INC.


Gregory E. Young, Vice President

Delaware

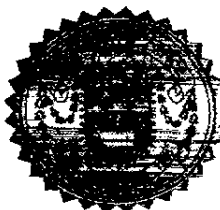
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CGW WAREHOUSES, 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 THIRD DAY OF MAY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CGW WAREHOUSES, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF APRIL, A.D. 2002.



3517329 8300

040318263

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3085835

DATE: 05-03-04