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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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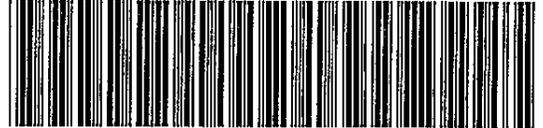
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAY -3 PM 1:16

**Capstone  
Management  
Group LLC**

1280 Playmoor Drive  
Palm Harbor, FL 34683

April 30, 2004

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the following regarding Capstone Management Group LLC:

- Application by Foreign LLC for Authorization to Transact Business in Florida;
- Certificate of Designation of Registered Agent/Registered Office
- Original certificate of existence dated April 6, 2004, duly executed by the Secretary of State, Delaware; and
- A check for \$160 for filing fees, Designation of Registered Agent, Certified Copy, and Certificate of Status.

Thank you for your attention to this matter. If you have any questions you can contact me at 727.945.9116.

Sincerely,



M. Brett Herman  
Member/Registered Agent

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DIVISION OF CORPORATIONS  
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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. CAPSTONE MANAGEMENT GROUP LLC  
(Name of foreign limited liability company)

2. STATE OF DELAWARE, UNITED STATES 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. DECEMBER 28, 1999 5. PERPETUAL  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. NONE - PENDING AUTHORITY  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1280 PLAYMOOR DRIVE, PALM HARBOR, FLORIDA 34683  
(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:

M. BRETT HERMAN - 1280 PLAYMOOR DRIVE, PALM HARBOR, FL 34683  
KIMBERLY S. HERMAN - 1280 PLAYMOOR DRIVE, PALM HARBOR, FL 34683

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, 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: ACQUISITION VEHICLE

M. Brett Herman  
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.)

M. BRETT HERMAN  
Typed or printed name of signee

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DIVISION OF CORPORATIONS  
JAN 16 2000

**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:

CAPSTONE MANAGEMENT GROUP LLC

2. The name and the Florida street address of the registered agent and office are:

M. BRETT HERMAN

(Name)

1280 PLAYMOOR DRIVE

Florida street address (P.O. Box NOT ACCEPTABLE)

PALM HARBOR, FL 34683

(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.*

M. Brett Herman

(Signature)

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

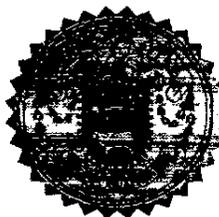
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DIVISION OF CORPORATIONS  
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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAPSTONE MANAGEMENT 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 SIXTH DAY OF APRIL, A.D. 2004.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3065793 8300

AUTHENTICATION: 3036257

040252132

DATE: 04-06-04