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(Requestor's Name)

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(City/State/Zip/Phone #)

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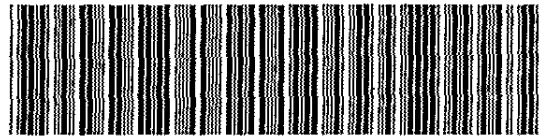
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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May 19, 2004


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

RE: Toppan Enterprises, LLC

Dear Sir or Madam:

Enclosed please find the completed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Appointment of Agent Form, and a Certificate of Existence from the Commonwealth of Massachusetts Secretary of State's Office. I have also enclosed a check in the amount of \$160.00 for the filing fee for the Application, Designation of Agent, a certified copy, and a certificate of Status. Thank you for your assistance.

Sincerely,


James F. Morey, Esq.

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.508, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Toppan Enterprises, LLC
(Name of foreign limited liability company)

2. Massachusetts 3. Applied For
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number, if applicable)

4. April 2004 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 35 Fieldcrest Drive, Bridgewater, MA 02324

(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:

Kevin T. Toppan, 35 Fieldcrest Drive, Bridgewater, MA 02324

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: Real estate
development, investment in and rental of real estate, real
estate management.

x Kevin T. Toppan
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.)

Kevin T. Toppan
Typed or printed name of signer

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04 MAY 2004 8:20 AM

**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:

Toppan Enterprises, LLC

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

SANDY REXES

(Name)

c/o VIP Vacations

116 Coral Reef Circle

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

Kissimmee FL 34743

(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.


(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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The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

May 13, 2004

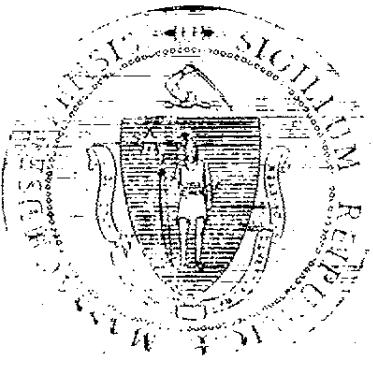
TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

TOPPAN ENTERPRISES, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on May 3, 2004.

I further certify that no amendment to said certificate of organization has been filed; that, said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin
Secretary of the Commonwealth

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