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ACCOUNT NO. : 072100000032

REFERENCE: 088342 7287682

AUTHORIZATION :

COST LIMIT :

ORDER DATE: December 16, 2004

ORDER TIME : 11:06 AM

ORDER NO. : 088342-015

CUSTOMER NO: 7287682

CUSTOMER: Gail E. Muraca, Paralegal

Cohn Birnbaum & Shea P.c.

12th Floor

100 Pearl Street

Hartford, CT 06103-4500

FOREIGN FILINGS

NAME: PROSPECT ARAGON LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER:

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZ TRANSACT BUSINESS IN FLORIDA IN COMPLIANCE WITH SECTION 601503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTED LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA Prospect Aragon LLC (Name of Foreign Limited Liability Company) Delaware
[Jurisdiction under the law of which foreign limited liability 20-1960460 (FEI number, if applicable) company is organized) December 6, 2004 December - 31, 2034
(Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) (Date first transacted business in Florida, if prior to registration.)
(See sections 608 501 & 608.502 F.S. to determine penalty liability) 177 Broad Street Stamford, Connecticut 06901 (Street Address of Principal Office) 8. If limited liability company is a manager-managed company, check here X 9. The name and usual business addresses of the managing members or managers are as follows: Manager - Prospect Aragon Holdings ILC, 177 Broad Street, Stamford, CT 06901 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 eath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: (i) to acquire, own, improve, exchange, operate, manage, finance, refinance, develop, convert, and sell real property; and (ii) to engage in any other lawful act or activity incidental thereto for which limited liability companies may be permitted to engage by law. 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 on affirmation under the penalties of perjury that the facts stated herein are true)
Prospect Aragon LIC
By: Prospect Aragon Holdings IIC, a Member and Manager Typed or printed name of signee
Prospect Aragon Manager LLC, its Manager
By: Prospect Aragon Parent LLC, its Manager
By: Lance B. Lundberg, its Managing Manber
By: Richard J. Shea, Jr., His Attorney-In-Fact

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LĪABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of	of the Limited Liability Co.	mpany is:	
	Prospect Ara	agon IIC	
2. The name s	and the Florida street addre	ess of the registered agent and office are:	
Corporation Service Company			
	,	(Name)	-
	1201 Hays Street		
	Florida Street A	Address (P.O. Box NOT ACCEPTABLE)	
	Tallahassee	FL 32301	
		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, Florida Statutes.

Corporation Service Company

By:

(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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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROSPECT ARAGON 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 SIXTEENTH DAY OF DECEMBER, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PROSPECT ARAGON LLC" WAS FORMED ON THE SIXTH DAY OF DECEMBER, A.D. 2004.



Warriet Smith Hindson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3554026

DATE: 12-16-04

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