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From:

Dan C. Freedman Legal Const.
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Account Number : 075471001363
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FOREIGN LIMITED LIABILITY COMPANY

Thanks

ZOLL REAL ESTATE LLC

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 11, 2005

AKERMANN, SENTERFITT

SUBJECT: ZOLL REAL ESTATE LLC
REF: W05000033055

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

(H05000165497)

**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. ZOLL REAL ESTATE LLC
(Name of foreign limited liability company)
2. ILLINOIS
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 81-0675019
(FEI number, if applicable)
4. June 30, 2005
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 6708.502, and 817.155, F.S.))
7. 1208 W. Newport Center Drive, Suite 100, Deerfield Beach, FL 33442
(Street address of principal office)
8. Limited liability company is member-managed.
9. The name and usual business addresses of the managing members or managers are as follows:
Robert Mintz, 1208 W. Newport Center Drive, Suite 100, Deerfield Beach, FL 33442
Sermin Holdings Ltd., 1208 W. Newport Center Drive, Ste. 100, Deerfield Beach, FL 33442
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: Any lawful business permitted by the laws of the State of Florida

Signature of 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.)

Name: Robert MintzTitle: Member

Typed or printed name of signer

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**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:

ZOLL REAL ESTATE LLC

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

AMERICAN INFORMATION SERVICES, INC.

(Name)

ONE S.E. 3RD AVENUE, 28TH FLOOR

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

MIAMI, FL 33131

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.

American Information Services, Inc.

By Nery G. Toledo, Assistant Secretary
Nery G. Toledo, Assistant Secretary
Registered Agent

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TALLAHASSEE, FLORIDA

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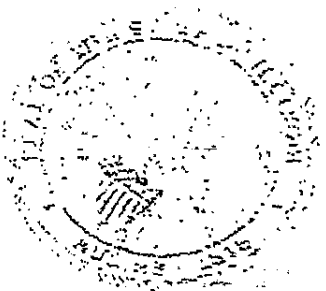


To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, hereby certify that

ZOLL REAL ESTATE LLC,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON JUNE 30, 2005,
APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED
LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING
OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT
BUSINESS IN THE STATE OF ILLINOIS.

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TALLAHASSEE, FLORIDA



*In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this*
day of *JULY* *7TH* *A.D.* *2005*

Jesse White

SECRETARY OF STATE

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