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SECRETARY OF STATE





ACCOUNT NO. : 072100000032

REFERENCE

487163

4348715

AUTHORIZATION

COST LIMIT

ORDER DATE : July 15, 2005

ORDER TIME: 8:49 AM

ORDER NO. : 487163-025

CUSTOMER NO: 4348715

CUSTOMER: Wayne M. Lopkin, Esq.

Wayne M. Lopkin Llc

Suite 1007

52 Vanderbilt Avenue New York, NY 10017

FOREIGN FILINGS

NAME: NORTHPARK COMMERCE LLC

XXXX QUALIFICATION (TYPE: <u>LL</u>)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER:

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZA TRANSACT BUSINESS IN FLORIDA

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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 Lizbility Com	pany is:		
Northpark Comm	erce LLC			
2. The name an	d the Florida street address	of the registere	d agent and office are:	
	Corpor	acion Sarvice (Name)	COMPANY	
		(Addito)		
		201 Hays Street		
	1.101100 BUOM RU	ations (1.0. Dox 11	·	
	Tallahassee	FL FL	32301	
		City/State/Zip)		
liability compan) registered agent statutes relating	v at the place designated in and agree to act in this cap to the proper and complete	this certificate, a actty. I further performance of	ce of process for the above sta I hereby accept the appointme agree to comply with the prov my duties, and I am familiar v provided for in Chapter 608,	ent as visions of all with and
Delion	A Skipper (Signature)		n D. Skipper V. Pres.	
	\$ 100.00	Filing Fee fo	r Application	
	\$ 25.00	-	of Registered Agent	

S 30.00 Certified Copy (optional)
S 5.00 Certificate of Status (optional)

PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORTHPARK COMMERCE 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 FIFTEENTH DAY OF JULY, A.D. 2005.

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 "NORTHPARK COMMERCE LLC" WAS FORMED ON THE THIRTEENTH DAY OF JULY, A.D. 2005.

Warriet Smith Hindon

AUTHENTICATION: 4025509

DATE: 07-15-05

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