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2005 AUG -4 AM 8:33  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**FOREIGN LIMITED LIABILITY COMPANY**

R & R Capital, L.L.C.

Certificate of Status	0
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Page Count	046
Estimated Charge	\$125.00

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J. BRYAN AUG - 8 2005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 5, 2005

C T CORPORATION SYSTEM

SUBJECT: R & R CAPITAL, L.L.C.  
REF: W05000037052

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A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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TALLAHASSEE, FLORIDA

**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. R & R Capital L.L.C.  
(Name of Foreign Limited Liability Company)
- 2. New Jersey  
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 20-1164379  
(FEI number, if applicable)
- 4. July 15, 2005  
(Date of Organization)
- 5. perpetua  
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
- 7. 101 Canoe Brook Lane, Far Hills, New Jersey 07931  
(Street Address of Principal Office)

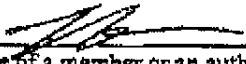
8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Renee Joelson, 101 Canoe Brook Lane, Far Hills, New Jersey 07931

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: To engage in any activity within the purposes for which Limited Liability Companies may be formed pursuant to the Florida Limited Liability Company Act

  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.405(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  
Renee Joelson

Typed or printed name of signee

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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:

R & R Capital, L.L.C.

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

James E. Willis, Esq.  
(Name)

1100 Fifth Avenue South, Suite 409  
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Naples FL 34102-6419  
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.*

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)

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

R & R CAPITAL LLC  
0600173987

*I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New York Foreign Limited Liability Company was registered by this office on July 2, 2003.*

*As of the date of this certificate, said business continues as an active business in the State of New Jersey. Annual Reports are outstanding for the following year(s):*

2004

*I further certify that the registered agent and registered office are:*

*National Registered Agents, Inc. Of NJ  
100 Canal Pointe Blvd.  
Suite 108  
Princeton, NJ 08540*

*Continued on next page . . .*

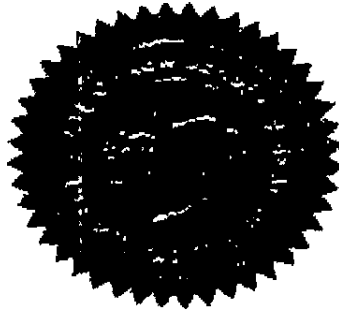
ALLAHASSEE, FLORIDA

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
SHORT FORM STANDING

R & R CAPITAL LLC

2005 AUG - 4  
ALLAHUSSE, FLORIDA  
CORPORATION

IN TESTIMONY WHEREOF, I have  
*hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
4th day of August, 2005*



A handwritten signature in cursive script, appearing to read "John E. McCormac".

John E McCormac, CPA  
State Treasurer