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ACCOUNT NO. : 072100000032

REFERENCE : 611447

4301225

AUTHORIZATION :

COST LIMIT :

ORDER DATE: September 22, 2005

ORDER TIME : 1:08 PM

ORDER NO. : 611447-435

CUSTOMER NO: 4301225

#### FOREIGN FILINGS

NAME: ATRIUM FINANCE GP I, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_ CERTIFIED COPY XX\_\_\_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER:

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

IN COMPLIANCE WITH SECTION 603:503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

imited Liability Company)
• •
ability (FEI number, if applicable)
5 PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
ss in Florida, if prior to registration.) 502 F S to determine penalty liability)
LOOR NEW YORK, NY 10036
Address of Principal Office)
naged company, check here 🗹
ncial, Inc.
THE AMERICAS, 27TH FLOOR NEW YORK, NY 10036
shotocopy is not acceptable. If the certificate is in a foreign language, a st be submitted.)  acted or promoted in Florida:  or activity.  or an authorized representative of a member.
at be submitted)  acted or promoted in Florida:
3 S S S S S S S S S S S S S S S S S S S

## 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 Li	ability Company is:
ATRIUM FINANCE GP I, LLC	
2. The name and the Florida s	treet address of the registered agent and office are:
Corporation Ser	vice Company
	(Name)
1201 Hays Stree	
Flo	orida Street Address (P.O. Box <u>NOT</u> 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

Laura R. Dunlap as its agent

\$ 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 "ATRIUM FINANCE GP I, 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 TWENTY-EIGHTH DAY OF SEPTEMBER, A.D 2005

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ATRIUM FINANCE GP I, LLC" WAS FORMED ON THE TWELFTH DAY OF SEPTEMBER, A.D. 2005.

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

4025061 8300

050796641

Varnet Smeth Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4190646

DATE: 09-28-05