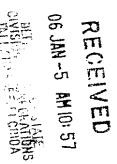
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UCC Filing & Search Services, Inc. 1574 Village Square Boulevard, Suite 100 Tallahassee, Florida 32309 (850) 681-6528

**HOLD** FOR PICKUP BY **UCC SERVICES** OFFICE USE ONLY

January 5, 2006

| SERVICES                                 | CORPORATION NAME (S) AND DOCUMENT NUMBER (S): |
|--|---|
| Shamrock Holdings V, LLC                 |   |
| Filing Evidence  □ Plain/Confirmation Co | Type of Document  opy □ Certificate of Status |
| ☑ Certified Copy                         | □ Certificate of Good Standing                |
|  | □ Articles Only                               |
|  | □ All Charter Documents to Include            |
| Retrieval Request                        | A 1 0 A                                       |
| □ Photocopy                              | □ Fictitious Name Certificate.                |
| ☐ Certified Copy                         | □ Fictitious Name Certificate □ Other         |
| NEW FILINGS                              | AMENDMENTS                                    |
| Profit                                   | Amendment                                     |
| Non Profit                               | Resignation of RA Officer/Director            |
| Limited Liability                        | Change of Registered Agent                    |
| Domestication                            | Dissolution/Withdrawal                        |
| Other                                    | Merger  |
| OTHER FILINGS                            | REGISTRATION/QUALIFICATION                    |
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| OTHER FILINGS    |
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| Annual Reports   |
| Fictitious Name  |
| Name Reservation |
| Reinstatement    |

|   | REGISTRATION/QUALIFICATION |
|---|----------------------------|
|   | Foreign                    |
| X | Limited Liability          |
|   | Reinstatement              |
|   | Trademark                  |
|   | Other                      |

### 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. | SHAMROCK HOLDINGS V, LLC  |
|----|---|
|    | (Name of Foreign Limited Liability Company)   |
| ۷. | DELAWARE (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)   |
| 4. | JANUARY 4, 2006  (Date of Organization)  5. Perpetual  (Duration: Year limited liability company will cease to exist or "perpetual")  |
| 6. | - CONT. CO.   |
|    | (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)   |
| 7. | 8137 NORTH 68TH STREET  |
|    | PARADISE VALLEY, AZ 85253   |
|    | (Street Address of Principal Office)  |
|    | If limited liability company is a manager-managed company, check here   The name and usual business addresses of the managing members or managers are as follows:  PATRICK O'MALLEY, 8137 NORTH 68TH STREET, PARADISE VALLEY, AZ 85253  |
|    |   |
|    |   |
| he | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.) |
| 1. | Nature of business or purposes to be conducted or promoted in Florida: FINANCIAL  |
| -  | 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  |

Typed or printed name of signee

an affirmation under the penalties of perjury that the facts stated herein are true.)
MICHELLE JACKSON, AUTHORIZED REPRESENTATIVE

#### 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 Lim   | nited Liability Company is:                                  |              |
|----------------|-----------|--|--------------|
| SHARR          | ock       | HOLDINGS V, LLC  |              |
| 2. The name an | d the Flo | orida street address of the registered agent and office are: |              |
|                | NRAI S    | Services, Inc.   |              |
|                |           | (Name)   | <del>_</del> |
|                | 2731 Ex   | recutive Park Drive, Suite 4                                 | <u>_</u>     |
|                |           | Florida Street Address (P.O. Box NOT ACCEPTABLE)             |              |
|                | Weston,   | FL 33331   | <u> </u>     |
|                |           | 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: Cary of Study, Asst. Sec.

| \$ 100.00 | Filing Fee for Application       |
|-----------|----------------------------------|
| \$ 25.00  | Designation of Registered Agent  |
| \$ 30.00  | Certified Copy (optional)        |
| \$ 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 "SHAMROCK HOLDINGS V, 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 FOURTH DAY OF JANUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SHAMROCK HOLDINGS V, LLC" WAS FORMED ON THE FOURTH DAY OF JANUARY, A.D. 2006.

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



4088713 8300

Warriet Smith Windson Secretary of State

AUTHENTICATION: 4423634

060008460 DATE: 01-04-06