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MATTSON & MOORHEAD, LLP

Attorneys and Counselors at Law 1919 14th Street, Suite 800, Boulder, Colorado 80302

Thomas Read Mattson

Phone (303) 447-1400 Fax (303) 447-1150

February 23, 2006

Florida Secretary of State Registration Section Division of Corporations P.O. Box 6237 Tallahassee, Florida 32314

Re. Crocodile Kiosk, LLC
Application to Transact Business in Florida

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Dear Madam or Sir:

Please find enclosed an original and one copy of the following:

- 1. Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida, with requisite Colorado Certificate.
- 2. Certificate of Designation of Registered Agent/Registered Office.

Please also find enclosed a check in the amount of \$130.00 to defray the filing and Certificate of Status fee. If the enclosed meet with your approval, please return the file-stamped Certificate to this office in the enclosed, self-addressed, stamped envelope.

Please call this office if there are any questions or problems. Thank you in advance for your help.

Sincerely,

Thomas Read Mattson

enclosures TRM/mr

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. The name of the foreign limited liability company is: Crocodile Kiosk, LLC.
- 2. Colorado is the jurisdiction under which the foreign limited liability company is organized

3. FEI is n/a

4. Date of Organization is January 21, 2005

5. Duration: perpetual

- 6. Date first transacted business in Florida: February 20, 2006
- 7. The street address of the principal office: 9340B Airport Blvd., Space 4
 Orlando, FL 32827
- 8. The company is Manager managed.
- 9. The names and business addresses of the managers are as follows:

James Merio, Manager 6666 Gunpark Drive, Suite 100 Boulder, CO 80301

- 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: shoe and travel goods sales

Crocodile Kiosk, LLC

Signature of James Merlo,

authorized representative/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.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.517, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- ì. The name of the limited liability company is: Crocodile Kiosk, LLC.
- 2. The name and the Florida street address of the registered agent and office are:

CT Corporation System 1200 South Pine Island Road Plantation, FL 33324

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.

James Martin, Asst. Secretary