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IMITED LIABILITY CO. Meridian-Sunplex Manger LLC

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

9547644996

IN COMPLIANCE WITH SECTION 808503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Meridian Sumplex Manager LLC
(Name of Foreign Limited Liability Company) Delaware (Iurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. September 8, 2006 5. Perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") 6. Upon qualification
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 17757 U.S. Highway 19 North, Suite 200 Clearwater, FL 33764 (Street Address of Principal Office) 8. If limited liability company is a manager-managed company, check here X 9. The name and usual business addresses of the managing members or managers are as follows: Steven Kossoff, Manager, 17757 U.S. Highway 19 North, Suite 200, Clearwater, FL 33764 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 strenge lauguage, a translation of the certificate under outh of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Real Property Acquisition 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 an affirmation under the penalties of perjury that the facts stated herein are true.) Steven Kossoff, Member Typed or printed name of signee

HO6000236227 3

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:	-
Meridian Sunplex Manag	er LLC	
2. The name and the Florida st	treet address of the registered agent and office are:	
Steven Ko		
	(Name)	· · · · ·
	Highway 19 North. Suite 200 orida Street Address (P.O. Box NOT ACCEPTABLE)	-
Clearwate	FL 33764	
	City/State/Zip	•
liability company at the place de agent and agree to act in this ca relating to the proper and compl	ed agent and to accept service of process for the above stated esignated in this certificate, I hereby accept the appointment of pacity. I further agree to comply with the provisions of all state performance of my duties, and I am familiar with and accepted agent as provided for in Chapter 608, Florida Statut	as registered atules cept the

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE
DIVISION OF CORPORATIONS

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERIDIAN SUMPLEX MANAGER 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-SECOND DAY OF SEPTEMBER, A.D. 2006.

AND I DO HERESY FURTHER CERTIFY THAT THE SAID "MERIDIAN SUMPLEX MANAGER LLC" WAS FORMED ON THE EIGHTH DAY OF SEPTEMBER, A.D. 2006.

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

4217103 8300 060875167 FILED FINIE OF CORPORATION 25 AM 9: 59

Herriet Smith Windsor, Secretary of State

AUTHENTICATION: 5061596

DATE: 09-22-06