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(Requestor's Name)

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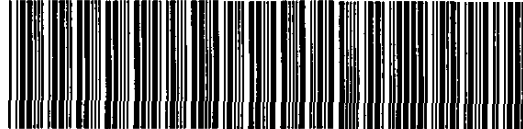
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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COLBY M. MAY, ESQ., P.C.

ATTORNEY AT LAW

205 THIRD STREET, S.E.
WASHINGTON, DC 20003

COLBY M. MAY ^Δ

Of Counsel:

RICHARD G. GAY *

JAMES M. HENDERSON, SR. +

TELEPHONE No.
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December 27, 2006

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Δ Also Admitted in VA
* Also Admitted in OH, WV
+ Also Admitted in KY

FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Application of The Ashcroft Group, L.L.C. to Qualify to Do Business In Florida

Dear Sir or Madam:

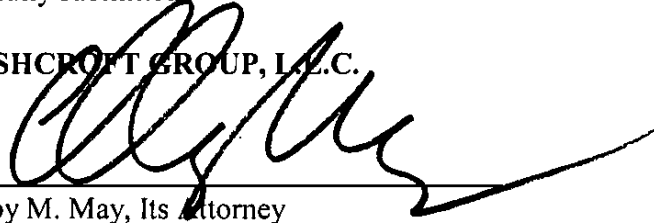
Enclosed for filing is an application for The Ashcroft Group, L.L.C., a Delaware entity, to qualify to transact business in Florida. The necessary "Certificate of Designation of Registered Agent/Registered Office" and Certificate of Good Standing from the State of Delaware are also attached.

A check in the amount of \$155, made payable to the Florida Department of State to cover the required filing fee for a limited liability company is also enclosed.

Upon completion of registration, please return a certified copy to the undersigned. If any questions should arise, please contact the undersigned directly.

Respectfully submitted

THE ASHCROFT GROUP, L.L.C.

By: 
Colby M. May, Its Attorney

CMM:gmc
enclosures
xc: CT Corporation System
David Ayers

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: THE ASHCROFT GROUP, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

COLBY M. MAY, ESQ.
(Name of Person)

COLBY M. MAY, ESQ., P.C."
(Firm/Company)

205 THIRD STREET, S.E.
(Address)

WASHINGTON, DC 20003
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Colby M. May, Esq. at (202) 544-5171
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☒ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**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 ASHCROFT GROUP, LLC
(Name of Foreign Limited Liability Company)
2. Delaware 3. 20-2376806
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. February 10, 2005 5. Perpetual
(Date of Organization) (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. 1399 New York Avenue, NW, Washington, D.C. 20005
(Street Address of Principal Office)

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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:
- John Ashcroft, 1399 New York Avenue, N.W., Washington, D.C. 20005
- David Ayers, 1399 New York Avenue, N.W., Washington, D.C. 20005
- _____

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: strategic consulting
and business development

David Ayers
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.)
David Ayers
Typed or printed name of signee

**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:

THE ASHCROFT GROUP, LLC

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

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL

33324

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.



(Signature)

**Judith B. Argao
Asst. Secretary & V. President**

\$ 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
TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE ASHCROFT GROUP, 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-SEVENTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



3924861 8300

061189683

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5310593

DATE: 12-27-06