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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PARK HILL FRIENDS AND FAMILY LLC

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANACT BUSINESS IN THE STATE OF FLORIDA:

1. PARK HILL FRIENDS AND FAMILY LLC
(Name of Foreign Limited Liability Company)

2. DELAWARE 3. 20-4458215
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. MARCH, 9 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. 1221 BRICKELL AVENUE SUITE#2660
MIAMI, FL 33131
(Street Address of Principal Office)


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:
JOSEPH DAGROSA, JR
12950 SW 61 AVENUE
MIAMI, FL 33156

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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: CONSULTING


Signature of a member or an authorized representative of a member.
(In accordance with section 608.09(1), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated here in are true.)
Joseph DaGrosa, Jr. (Authorized Signatory)
Typed or printed name of signee

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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:

PARK HILL FRIENDS AND FAMILY LLC

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

ANNE NICHOLS

(Name)

1221 BRICKELL AVENUE SUITE#2660

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

MIAMI

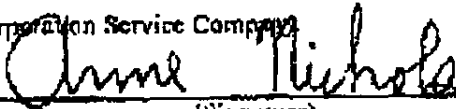
FL 33131

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

By:



(Signature)

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARK HILL FRIENDS AND FAMILY 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 NINTH DAY OF MARCH, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PARK HILL FRIENDS AND FAMILY LLC" WAS FORMED ON THE NINTH DAY OF MARCH, A.D. 2006.

4122964 8300

070302248



Harriet Smith Windsor
AUTHENTICATOR - 5485652
Harriet Smith Windsor Secretary of State

DATE: 03-09-07

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