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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

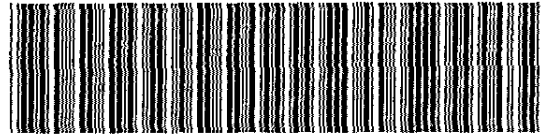
(Business Entity Name)

(Document Number)

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2007 OCT 23 P 3:45
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TALLAHASSEE, FLORIDA

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LAW OFFICES OF
BAXTER, STROHAUER, MANNION & SILBERMANN, P.A.

FIFTH THIRD BANK BUILDING, SUITE 300
1150 Cleveland Street
Clearwater, FL 33755

GARY N. STROHAUER
ELIZABETH R. MANNION
GALE SILBERMANN
STACY STROHAUER SON

JAMES A. BAXTER (Retired)

Tel: (727) 461-6100
Fax: (727) 447-6899
E-mail: jfleming@baxstroh.com
Web: www.baxstroh.com

October 22, 2007

Sent via UPS Next Day Air

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

Re: Ryan Mezz, LLC
The Ryan Group II, LLC


2007 OCT 23 P 3:45
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ladies and Gentlemen:

Enclosed please find two Cover Letters, Applications by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificates of Designation of Registered Agent/Registered Office and this firm's checks in the amount of \$160.00 each representing the filing fees, certificate of status fees, and certified fees for the above LLC's.

Should you have any questions, please let me know.

Very truly yours,


JANICE FLEMING
Paralegal to Gary N. Strohauser

/jef

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ryan Mezz, 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:

Gary N. Strohauer, Esquire
(Name of Person)

Baxter, Strohauer, Mannion & Silbermann, P.A.
(Firm/Company)

1150 Cleveland Street, Suite 300
(Address)

Clearwater, FL 33755
(City/State and Zip Code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Gary Strohauer at (727) 461-6100
(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. Ryan Mezz, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L L C," or "LLC")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L L C," "LLC")

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 26-1273344 (FEI number, if applicable)

4. October 18, 2007 (Date of Organization) 5. Perpetual (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. 2502 N. Rocky Point Drive, Suite 1050 Tampa, FL 33607 (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: John M. Ryan 2502 N. Rocky Point Drive, Suite 1050 Tampa, FL 33607

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: All lawful business

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) John M. Ryan 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:

Ryan Mezz, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

Gary N. Strohauer

(Name)

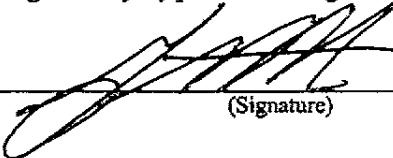
1150 Cleveland Street, Suite 300

Florida Street Address (P O Box NOT ACCEPTABLE)

Clearwater, FL 33755

FL
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)

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

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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 "RYAN MEZZ, 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 EIGHTEENTH DAY OF OCTOBER, A.D. 2007.

4442881 8300

071130064



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6086175

DATE: 10-18-07

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "RYAN MEZZ, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF OCTOBER, A.D. 2007, AT 1:06 O'CLOCK P.M.

4442881 8100

071130064



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6086143

DATE: 10-18-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:06 PM 10/18/2007
FILED 01:06 PM 10/18/2007
SRV 071130064 - 4442881 FILE

CERTIFICATE OF FORMATION

OF

RYAN MEZZ, LLC


This Certificate of Formation of Ryan Mezz, LLC (the "LLC"), dated as of October 18, 2007, has been duly executed and is being filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Ryan Mezz, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware are Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



Name: John Ryan
Authorized Person