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DEPARTMENT OF STATE
DIVISION OF CORPORATION



ACCOUNT NO. : 072100000032

4309487

REFERENCE

AUTHORIZATION

COST LIMIT : \$ 125.00

ORDER DATE: November 1, 2007 ORDER TIME : 5:08 PM ORDER NO. : 300561-010

CUSTOMER NO: 4309487

FOREIGN FILINGS

NAME: CONYERS CAPITAL II, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Roath -- EXT# 2955

EXAMINER:

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: Conyers Capital II, LLC (Name of Foreign Limited Liability Company) Connecticut (FEI number, if applicable) (Jurisdiction under the law of which foreign limited liability company is organized) July 9, 2003 Perpetual (Date of Organization) (Duration: Year limited liability company will cease exist or "perpetual") (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 118 Conyers Farm Drive Greenwich, CT 06831 (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: Roger M. Vascy, 118 Convers Farm Drive, Greenwich, CT 06831 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: Investments 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.) Roger M. Vasey

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.

The name of the Limited Liability Conyers Capital II, LLC	Company is:	
2. The name and the Florida street add	dress of the registered agent and office are:	
Corporation Service Com	ipany	
	(Name)	
1201 Hays Street		
Florida Stree	et Address (P.O. Box <u>NOT</u> ACCEPTABLE)	
Tallahassee	FL 32301	
	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

(Signature)

Amanda Roath

As its agent

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

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State, and keeper of the seal thereof, DO HEREBY CERTIFY, that articles of organization for

CONYERS CAPITAL II, LLC

a domestic limited liability company, were filed in this office on July 09, 2003.

Articles of dissolution have not been filed, and so far as indicated by the records of this office such limited liability company is in existence.

Secretary of the State

Date Issued: November 01, 2007

Business ID: 0753869 Express Certificate Number: 2007264535001

Note: To verify this certificate, visit the web site http://www.concord.sots.ct.gov