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| Special Instructions to Filing Officer: |
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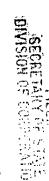
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COVER LETTER

TO; Registration Section

| Division of Corporations | | | |
|--|---|--|--|
| | | | |
| SUBJECT: Scrap-0-Doodle L.L.C. | 11.13. 0 | | |
| (Name of Limite | ed Liability Company) | | |
| | ility Company for Authorization to Transact Business in mitted to register the above referenced foreign limited | | |
| Please return all correspondence concerning this mat | tter to the following: | | |
| Kim Price | | | |
| (Nam | e of Person) | | |
| | | | |
| Harrison Direct | | | |
| (Firm | /Company) | | |
| | | | |
| 1732 Clearwater Boulevard | | | |
| (A | Address) | | |
| | | | |
| | 32128 | | |
| (City/State | e and Zip Code) | | |
| For further information concerning this matter, please call: | | | |
| | | | |
| James Benkoil | at (732) 634-5100 | | |
| (Name of Person) | (Area Code & Daytime Telephone Number) | | |
| MAILING ADDRESS: | STREET ADDRESS: | | |
| | Division of Corporations | | |
| | Clifton Building | | |
| | 2661 Executive Center Circle | | |
| | Tallahassee, FL 32301 | | |
| Enclosed is a check for the following amount: \$\ \bigsiz \\$125.00 \text{ Filing Fee} \Bigsiz \\$130.00 \text{ Filing Fee & Certificate of St} | \$155.00 Filing Fee & \$\Bigsquare\$ | | |

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. | Scrap-O-Doodle L.L.C. (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") | · · · · |
|-------------|--|---|
| co | name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the insent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Lia ompany," "L.L.C.," "LLC.") | — ne written bility |
| - 7 | Kentucky (Jurisdiction under the law of which foreign limited liability company is organized) 3. 26-2731647 (FEI number, if applicable) | _ |
| 4. | 6/5/08 5. Perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") | <u> </u> |
| 6. 7 | (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) c/o Scott Pierce, 1337 Sugar Maple Lane | DIVISION OF |
| | Lexington, Kentucky 40511 (Street Address of Principal Office) (If limited liability company is a manager-managed company, check here X | - Surprise |
| 9. | The name and usual business addresses of the managing members or managers are as follows: Kim Price, 1732 Clearwater Boulevard, Port Orange, Florida 321 | <u>2</u> 8 |
| the trai | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of a jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.) | |
| 11 | Nature of business or purposes to be conducted or promoted in Florida: To market and see a scrap booking product to the consumer. 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.) Kim Price | <u>:1</u> 1 · |

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: |
|---|
| Scrap-O-Doodle L.L.C. |
| 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: |
| Kim Price (Name) |
| 1732 Clearwater Boulevard Florida Street Address (P.O. Box NOT ACCEPTABLE) |
| Port Orange FL 32128 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

\$ 30.00 Certified Copy (optional)

\$ 25.00

5.00

Designation of Registered Agent

Certificate of Status (optional)

8/6/2008

Commonwealth of Kentucky Trey Grayson, Secretary of State

Division of Corporations Business Filings

P. O. Box 718 Frankfort, KY 40602 (502) 564-2848 http://www.sos.ky.gov

Certificate of Existence

Authentication Number: 68330 Jurisdiction: Scrap-O-Doodle, LLC

Visit http://apps.sos.ky.gov/business/obdb/certvalidate.aspx_to authenticate this certificate.

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

SCRAP-O-DOODLE, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is June 5, 2008.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 6th day of August, 2008.



Trey Grayson
Secretary of State
Commonwealth of Kentucky

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