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B. KOHR DEC - 5 2008 EXAMINER Law Office Of RHONDA A. ANDERSON, P.A.

2655 LeJeune Road Suite 540 Coral Gables, Florida 33134

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Telephone: (305) 567-3004 Facsimile: (305) 476-9837 E-Mail: randersonlaw@gmail.com

December 4th, 2008

Sent Via Federal Express, Tracking No. 7971-5391-9538

State of Florida Department of State Division of Corporations Registration Section Division of Corporations 2661 Executive Center Circle Tallahassee, FL 32301



Re: Applicants Name: REO PORTFOLIO OPPORTUNITY GROUP, LLC

To Whom It May Concern:

Enclosed please find the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the above reference applicant. In addition, please find enclosed the application fee check number 10734 for \$160.00 dollars.

Please advise if you should have any questions or require any further information.

Very truly yours,

ebny Zamora Assistant to Rhonda A. Anderson

Enclosures

COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: REO PORTFOLIO OPPORTUNITY 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:

RHONDA A. ANDERSON

(Name of Person)

BOEC -1 HIDI

RHONDA A. ANDERSON, P.A.

(Firm/Company)

2655 South LeJeune Road, Suite 540

(Address)

Coral Gables, FL 33134

(City/State and Zip Code)

For further information concerning this matter, please call:

(Name of Person)	(Area Code & Daytime Telephone Number)		
MAILING ADDRESS:	STREET ADDRESS:		
Division of Corporations	Division of Corporations		
P.O. Box 6327	Clifton Building		
Tallahassee, FL 32314	2661 Executive Center Circle		
	Tallahassee, FL 32301		

■\$125.00 Filing Fee \$\$130.00 Filing Fee & \$\$160.00 Filing Fee, Certificate Certificate of Status Certified Copy 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:

I. REO PORTFOLIO OPPORTUNITY GROUP LLC

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

- .	DELAWARE (Jurisdiction under the law of which foreign limited liability company is organized)	3.	(FEI number, if applicable)			
4.	DECEMBER 1, 2008 (Date of Organization)	5.	PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")			
6.		1	to if an interaction			
	(Date first transacted business in F (See sections 608.501 & 608.502 F.	S. to	determine penalty liability)			
7.	7210 SW 57TH AVENUE, SUITE 202-F					
	SOUTH MIAMI, FL 33143					
	(Street Address of Principal Office)					
8.	If limited liability company is a manager-manage	d c	ompany, check here			
9.	. The name and usual business addresses of the managing members or managers are as follows:					
	Empire Venture Capital, LLc., 1534 Palancia Avenue, Coral Gables, FL 33146,					
	KDP Capital, LLC, 1350 Beverly Rd., Suite 115-150, McLean, VA 22101 / Ocean View 1, Inc., 18 Old Farm Road South, Pleasantville, NY 10570					
	Bocar Holdings, LLC., 625 Gondollere Ave, Coral Gables, FL 33143 / Forum Consulting Services, LLC , 5100 Three Village Drive, Lyndhurst, OH 44124					
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.)						
			, real actata			

11. Nature of business or purposes to be conducted or promoted in Florida: real estate

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.) Bothwell C. Gonas

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:

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REO PORTFOLIO OPPORTUNITY GROUP. LLC

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

REO PORTFOLIO OPPORTUNITY GROUP LLC

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

RHONDA A. ANDERSON

(Name)

2655 S. LeJeune Road, Suite 540

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

Coral Gables, FL 33134

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)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REO PORTFOLIO OPPORTUNITY 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 FIRST DAY OF DECEMBER, A.D. 2008.



Warnet Im ica the

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 6993474

DATE: 12-01-08

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081152238 You may verify this certificate online at corp.delaware.gov/authver.shtml