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From:

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Account Number : 072720000266
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

QUALITY SHELL ROCK, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

S. HAWKES

AUG 13 2009

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT BY AUTHORIZED REPRESENTATIVE
OF A MEMBER OF
QUALITY SHELL ROCK LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, is the authorized representative of a member of QUALITY SHELL ROCK LLC, a Florida limited liability company, which was duly formed in Florida on February 5, 2009, and assigned document number L09000012133 (the "Company"). The Company was voluntarily dissolved on August 11, 2009. On behalf of the Company, in its capacity as an entity, the member has consented to the immediate use of the Company's name by Quality Shell Rock, LLC, a Delaware limited liability company, which will qualify in Florida as a foreign limited liability company.

Dated this 12th day of August 2009.


E. John Wagner, II
Authorized Representative of a
member of Quality Shell Rock LLC,
a Florida limited liability company

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**APPLICATION BY QUALITY SHELL ROCK, LLC
FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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TALLAHASSEE, FLORIDA

In compliance with Section 608.503, Florida Statutes, the following is submitted to register Quality Shell Rock, LLC, a Delaware limited liability company (the "Company"), to transact business in the State of Florida:

1. The name of the Company is Quality Shell Rock, LLC.
2. The jurisdiction under the law of which the Company is organized is Delaware.
3. The federal identification number for the Company is pending.
4. The date the Company was organized in Delaware is July 23, 2009.
5. The duration of the Company is perpetual.
6. The date the Company first transacted business in Florida is upon the filing of this application.
7. The street address of the principal office and mailing address of the Company is 6880 S.W. 44th Street, Suite 100, Miami, Florida 33155.
8. The Company is a manager-managed limited liability company.
9. The name of the Florida registered agent and the address of the Florida registered office of the Company is:

E. John Wagner, II
200 South Orange Avenue
Sarasota, Florida 34236
10. The name and usual business address of the Manager of the Company is as follows:

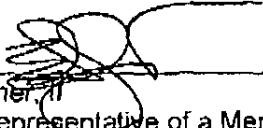
QSR Investments, LLC, a Florida limited liability company
6880 S.W. 44th Street, Suite 100
Miami, Florida 33155
11. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of the records in the jurisdiction under the law of which the Company is organized.
12. The purpose of the Company authorized in Delaware and to be carried out in the State of Florida is to engage in any lawful act or activity for which limited liability companies may

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be organized under the Delaware Limited Liability Company Act and the Florida Limited Liability Company Act.

Dated this 12th day of August 2009.


E. John Wagner II
Authorized Representative of a Member of
the Company

In accordance with section 608.408(3),
Florida Statutes, the execution of this
document constitutes an affirmation under
the penalties of perjury that the facts stated
herein are true.

ACKNOWLEDGEMENT OF REGISTERED AGENT

By execution hereof, the undersigned accepts appointment as registered agent
of the Company, and acknowledges that he is familiar with, and accepts, the
obligations of that position.


E. John Wagner II
As Registered Agent

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "QUALITY SHELL ROCK, 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 TWENTY-FOURTH DAY OF JULY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "QUALITY SHELL ROCK, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF JULY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7438465

DATE: 07-24-09

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