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| PICK-UP | WAIT | MAIL |
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| Certified Copies | _ Certificates o | of Status |
| Special Instructions to | Filing Officer: | |
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Office Use Only



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B. KOHR

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EXAMINER

CHURCHARY OF STATE CONVISION OF CORPORATIONS

09 DEC 21 AM 9: L6



ACCOUNT NO. : I2000000195

REFERENCE: 187075

4370848

AUTHORIZATION :(

COST LIMIT :

ORDER DATE: November 12, 2009

ORDER TIME : 2:11 PM

ORDER NO. : 187075-020

CUSTOMER NO: 4370848

FOREIGN FILINGS

NAME: MANNIGAN HOLDINGS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY XXX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley -- EXT# 2930

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:

Manningon Worldings LLCC

| 1. | Mannigan Holdings, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") | |
|-----|--|---------------|
| co | f name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the vonsent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liabili ompany," "L.L.C.," "LLC.") | vritte: ty |
| 2. | Delaware | |
| | | . 1 |
| 4. | November 12, 2009 5. Perpetual 6. | |
| | Company is organized Company is organized | TO TO |
| 6. | Upon Filing ~~ | بيا ا |
| • | (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) | 至9:46 |
| 7. | 215 Coles Street, jersey City, NJ 07310 | بي |
| | | = |
| | (Street Address of Principal Office) | U |
| _ | · | |
| 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: | |
| | Moishe Mana - 215 Coles Street, jersey City, NJ 07310 | |
| | Trousing Wallace 215 Coles Bacce, Jersey City, 145 07510 | |
| | | |
| | | |
| | | |
| he | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of recording 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 eath of the translator must be submitted.) | rds in |
| 11. | . Nature of business or purposes to be conducted or promoted in Florida: To own 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.) | |
| | Moishe Mana | |
| | Typed or printed name of signec | |

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: |
|--|---|
| Mannigan F | Holdings, LLC |
| If name unava | ailable, the alternate name to be used in the state of Florida is: |
| 2. The name a | and the Florida street address of the registered agent and office are: |
| | Corporation Service Company |
| | (Name) |
| | 1201 Hays Street |
| | Florida Street Address (P.O. Box NOT ACCEPTABLE) |
| | Tallahassee FL 32301 |
| | City/State/Zip |
| liability compa agent and agre relating to the obligations of t | named as registered agent and to accept service of process for the above stated limited any at the place designated in this certificate, I hereby accept the appointment as registered are to act in this capacity. I further agree to comply with the provisions of all statutes proper and complete performance of my duties, and I am familiar with and accept the my position as registered agent as provided for in Chapter 608, Florida Statutes. Service Company Matthew Young as its agent |

\$ 100.00 Filing Fee for Application

\$ 30.00 Certified Copy (optional)

\$ 25.00

\$ 5.00

Designation of Registered Agent

Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "MANNIGAN HOLDINGS, 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 THIRTEENTH DAY OF NOVEMBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MANNIGAN HOLDINGS, LLC" WAS FORMED ON THE TWELFTH DAY OF NOVEMBER, A.D. 2009.

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

4752789 8300

091015968

AUTHENT CATION: 7639833

DATE: 11-13-09

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