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FLORIDA/FOREIGN LIMITED LIABILITY CO. HUDSON PACIFIC CAPITAL PARTNERS, LLC

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#631 P. 002/004

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. The Name of the Corporation:

HUDSON PACIFIC CAPITAL PARTNERS LLC

2. Jurisdiction under the law of which foreign LLC is organized:

DELAWARE

3. FEI:

20-4104110

4. Date of Organization:

April 8, 2005

5. Duration:

Perpetual

6. Date First Transacted Business in Florida:

N/A

7. Principal Office and Mailing

Address:

95126 Spring Tide Lane Amelia Island, FL 32034

8. Is limited liability company a manager managed company:

YES

9. Nature of business or purposes to be conducted or promoted in Florida:

Transacting any or all lawful business

10. Name and usual business addresses of managing member:

J. MICHAEL STEPP

11. 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 laws of the State of Delaware.

Timothy L. Flanagan, Esq. Fla. Bar No.: 335223
Purcell, Flanagan & Hay, P.A. 1548 Lancaster Terrace
Jacksonville, FL 32204
(904)355-0355

J. MICHAEL STEPP, Mayaging Member

02/11/2010 14:32

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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 designee a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is:

HUDSON PACIFIC CAPITAL PARTNERS LLC

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

J. MICHAEL STEPP 95126 Spring Tide Lane Amelia Island, FL 32034

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 in Chapter 608, Florida Statutes.

I. MICHAEL STEPP, Registered Agent

149108

FILED 2010 FEB 1.1 AM D. 04 SECRETARY OF STATE SECRETARY OF STATE From: PURCELL, FLANAGAN, & HAY, P. A. 9043550820

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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 "HUDSON PACIFIC CAPITAL PARTNERS 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 FIFTH DAY OF FEBRUARY, A.D. 2010.

3952601 8300

100095983

You may verify this certificate online at corp.delaware.gov/authver.shtml Jeffrey W. Bullock, Secretary of State
AUTHENTY CATION: 7801294

DATE: 02-05-10