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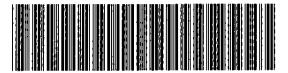
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EXAMINER



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BEPARTMENT OF STATE





ACCOUNT NO. : I2000000195 REFERENCE : 072633 7543726 AUTHORIZATION : COST LIMIT : \$ 125 ORDER DATE: January 25, 2012 ORDER TIME: 4:06 PM ORDER NO. : 072633-010 CUSTOMER NO: 7543726 FOREIGN\_FILINGS NAME: NORTHLAND DEL ORO LLC XXXX QUALIFICATION (TYPE: LL) PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: \_ CERTIFIED COPY

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER:

CERTIFICATE OF GOOD STANDING

XX \_\_\_\_ PLAIN STAMPED 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: 1. Northland Del Oro LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the Aria consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C," "LLC.") 2. Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 9/29/1994 Perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") Upon qualification (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7 c/o Northland Investment Corporation 2150 Washington Street, Newton, Massachusetts 02462 (Street Address of Principal Office) 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: Northland Portfolio L.P. c/o Northland Investment Corporation 2150 Washington Street, Newton, Massachusetts 02462 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.) 11. Nature of business or purposes to be conducted or promoted in Florida: Real Estate and any and all lawful business 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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.) Suzanne Abair

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  $\Lambda$  REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name o	f the Limited Liability Comp	eany is:	
Northland Del	Oro LLC		
If unavailable,	the alternate to be used in the	e state of Florida is:	
2. The name ar	nd the Florida street address	of the registered agent and office ar	e:
	Corporation Service Compa	ny	
		(Naine)	<del></del>
	1201 Hays Street		
	Florida Street Add	ress (P.O. Box <u>NO'T</u> ACCEPTABLE)	
	Tallahassee	FL 32301 City/State/Zip	<del></del>
liability compan agent and agree relating to the p obligations of m	ry at the place designated in the to act in this capacity. I furth roper and complete performa	11,11	pointment as registered ns of all statutes ith and accept the
	\$ 25.00 \$ 30.00 \$ 5.00	Designation of Registered Agent Certified Copy (optional) Certificate of Status (optional)	
		(-F)	

## Delaware

PAGE 1

#### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "NORTHLAND DEL ORO 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-FIFTH DAY OF JANUARY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NORTHLAND DEL ORO LLC" WAS FORMED ON THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

2439499 8300

120085269

Jeffrey W Bullock, Secretary of State
AUTHENTYCATION: 9320458

DATE: 01-25-12

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