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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 18, 2013

VIA CERTIFIED US MAIL

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: CONSUMER ELECTRONICS DISTRIBUTION, LLC

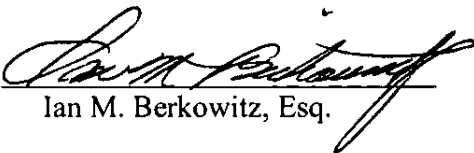
Dear Sir/Madame:

Enclosed herewith is the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. Certificate of Existence is also enclosed along with our firm's check in the amount of \$155.00 which represents the filing fee of \$100.00, plus \$25.00 for Designation of Registered Agent and \$30.00, for a Certified Copy.

Please return the Certified Copy at your earliest convenience in the self-addressed stamped envelope provided. Should you have any questions regarding this matter, please do not hesitate to contact this office.

Very truly yours,

BERKOWITZ & ASSOCIATES, P.A.

By: 
Ian M. Berkowitz, Esq.

IMB/mh

Enclosures

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. CONSUMER ELECTRONICS DISTRIBUTION, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written 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 3. 262694010
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. MAY 27, 2008 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will exist or "perpetual")

6. OCTOBER 16, 2008
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 1300 STIRLING ROAD, #7-A, DANIA BEACH, FLORIDA, 33004
(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:

SAMUEL BENTOLILA EZRA COHEN

1300 STIRLING ROAD, #7-A 1300 STIRLING ROAD, #7-A

DANIA BEACH, FLORIDA 33004 DANIA BEACH, FLORIDA, 33004

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: DISTRIBUTOR OF
CONSUMER ELECTRONICS

Ian M. Berkowitz, General Counsel
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.)

IAN M. BERKOWITZ

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

CONSUMER ELECTRONICS DISTRIBUTION, LLC

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

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

IAN M. BERKOWITZ, Esq.

(Name)

2101 NW Corporate Blvd, Suite 400

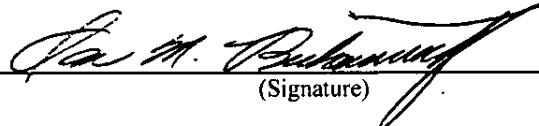
Florida Street Address (P.O. Box NOT ACCEPTABLE)

BOCA RATON

FL 33431

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONSUMER ELECTRONICS DISTRIBUTION 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 ELEVENTH DAY OF MARCH, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONSUMER ELECTRONICS DISTRIBUTION LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF MAY, A.D. 2008.

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

4552494 8300

130296047

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0271283

DATE: 03-11-13