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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)617-6383

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Email Address: nathan@madisonprop.com

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14 JUL 14 PM 4:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Foreign Limited Liability Company
MADISON PROPERTIES USA LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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July 14, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

USACORP INC

SUBJECT: MADISON PROPERTIES USA LLC
REF: W14000042895

We have received your document for MADISON PROPERTIES USA LLC and your check(s) totaling \$. However, the document has not been filed and is being retained in this office for the following:

The title(s) you have listed for the manager(s) or manager member(s) is/are not acceptable. You must insert the letters "MGR" for each manager or the letters "MGRM" for each managing member listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Elliott R McCaskill
Registration Specialist II

FAX Aud. #: H14000165786
Letter Number: 314A00015025

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TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA

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

*IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. **MADISON PROPERTIES USA LLC**

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

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C." or "LLC.")

2. **New York**

(Jurisdiction under the law of which foreign limited liability company is organized)

3.

(FEI number, if applicable)

4.

(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)5. **3611 14th Avenue Suite 552****Brooklyn, NY 11218**

(Street Address of Principal Office)

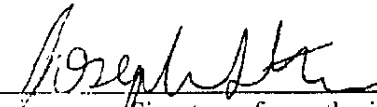
6. **3611 14th Avenue Suite 552****Brooklyn, NY 11218**

(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Naftali Zieg, MGRM**3611 14th Avenue Suite 552****Brooklyn, NY 11218**

8. 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)


Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the undersigned is an authorized person and is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.03, F.S.)

Joseph Strauss

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

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From: FAX COVER JOSEF STRAUSS

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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 DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

MADISON PROPERTIES USA 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:

Jerrell M. Davis

(Name)

2452 East Michigan Street

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

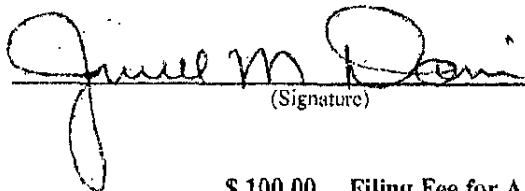
Orlando

FL

32806

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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**State of New York
Department of State } ss:**

I hereby certify, that MADISON PROPERTIES USA LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 02/01/2013, and that the Limited Liability Company is existing so far as shown by the records of the Department.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of July
two thousand and fourteen.*

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

201407110145 * CS

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ALBANY, NEW YORK