

Division of Corporations

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Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To: Division of Corporations
Fax Number : (850)617-6383
From: Account Name : GREENBERG TRAUIG (ORLANDO)
Account Number : 102731001374
Phone : (407)418-2435
Fax Number : (407)420-5909

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: bjeffries@esgco.com

Foreign Limited Liability Company
Garcia Mining Company, LLC

Table with 2 columns: Item, Value. Rows: Certificate of Status (1), Certified Copy (1), Page Count (03), Estimated Charge (\$160.00)

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

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

1. Quercia Mining Company, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLC.")

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

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

3. Applied for
(FBI number, if applicable)

4. Upon qualification
(Date first transacted business in Florida, if prior to registration. (See sections 605.0204 & 605.0501, F.S. in determining liability liability))

5. 3333-24 Virginia Beach Blvd.
(Street Address of Principal Office)
Virginia Beach, VA 23452

6. 3333-24 Virginia Beach Blvd.
(Mailing Address)
Virginia Beach, VA 23452

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company By: [Signature]
(Registered agent's signature)

Paul Gottlieb
Vice President

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

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
SEE ATTACHED	EXHIBIT A		

(Use attachments if necessary)

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1)(b), Florida Statutes. 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.

[Signature]
Signature of an authorized person

Heather Irving, Authorized Representative
Typed or printed name of signer

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DEPARTMENT OF STATE

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EXHIBIT A

**TO APPLICATION FOR FOREIGN LIMITED LIABILITY COMPANY TO
TRANSACT BUSINESS IN FLORIDA**

OF GARCIA MINING COMPANY, LLC

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

Each is located at the Principal/Mailing address of the company:

3333-24 Virginia Beach Blvd.
Virginia Beach, VA 25452

MGR	ESG Limited Partnership
Director	Edward S. Garcia
President, CEO	Joshua D. Kellam
Vice President	Andrea M. Kilmer
Vice President	Michael F. Gelardi
Vice President	Edward S. Garcia, Jr.
CFO, Asst. Secretary, Asst. Treasurer	Valerie L. Wilkinson
Secretary, Treasurer	Brittany M. Jeffries

SECRETARY OF STATE
 TALLAHASSEE, FL

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Delaware

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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GARCIA MINING COMPANY, 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 NINETEENTH DAY OF FEBRUARY, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GARCIA MINING COMPANY, LLC" WAS FORMED ON THE TWENTY-FIRST DAY OF MAY, A.D. 2018.

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



Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State

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SR# 20191154164

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

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Date: 02-19-19