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December 27, 1996

Qualification/Registration Sec.
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/03/97--01148--012
****140.00 ****140.00

RE: PEGO Realty, L.L.C., a Missouri limited liability company
Registration of Foreign Limited Liability Company to Transact Business in Florida

Dear Sir/Madam:

Enclosed you will find herewith for filing an order to register PEGO Realty, L.L.C., a Missouri limited liability company to register a foreign limited liability company to register a foreign limited liability company to transact business in the State of Florida:

1. Application of Foreign Limited Liability Company for Authorization to Transact Business in Florida; and
2. Affidavit of Membership and Contributions of Foreign Limited Liability Company; and
3. Certificate of Designation of Registered Agent/Registered Office; and

Name	1/10/97
Availability	OK
Document Examiner	
Updater	
Updater Verifier	
Acknowledged	
W. P. Verifier	JCC

An original of the Certificate of Good Standing for PEGO Realty, L.L.C., issued by the Missouri Secretary of State on December 2, 1996; and

5. This firm's check in the amount of One Hundred Forty Dollars (\$140.00) in payment of the \$52.50 filing fee for the application, the \$52.50 filing fee for the Affidavit of Membership and Contributions; and the \$35.00 filing fee for the Certificate of Designation of Registered Agent.

Please return your letter or certificate of acknowledgement of registration to transact business in the State of Florida directly to my office at the address shown above.

M97000000010

Division of Corporations
December 27, 1996
Page 2

If anything further on my part is required, or if should have any questions or comments,
please contact me.

Very truly yours,



James M. Powell

JMP:lr
Enclosures
cc: Carlos Pena (w/out enc.)

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. Pego Realty, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

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

3. 43-1759228
(FEI number, if applicable)

4. October 2, 1996 5. 2027
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. January 1, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 806 W. Green Meadows
Columbia, MO 65203
(Street address of principal office)

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TALLAHASSEE, FLORIDA

8. List and indicate in title space provided the name, title, and business address of each managing member (MGRM) or manager (MGR). It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>J. Carlos Pena</u>	<u>MGRM</u>	<u>Gustavo Tapanes</u>	<u>MGRM</u>
<u>806 W. Green Meadows</u>		<u>2899 Collins Ave Apt 629</u>	
<u>Columbia, MO 65203</u>		<u>Miami Beach, FL 33140</u>	
<u>Albert Gonzalez</u>	<u>MGRM</u>	<u>Cynthia Gonzalez</u>	<u>MGRM</u>
<u>256 Woodward Ave</u>		<u>256 Woodward Ave</u>	
<u>Rutherford, NJ 07070</u>		<u>Rutherford, NJ 07070</u>	

Filing Fee: \$ 52.50 for Application

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____

Pego Realty, L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 10,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ n/a . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ \$10,000.00 . This total includes amounts from 2 and 3 above.

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Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fee: \$ 52.50 for Affidavit

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

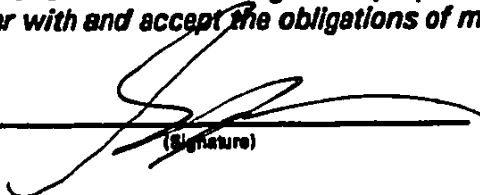
1. The name of the limited liability company is: Pego Realty, L.L.C.

2. The name and address of the registered agent and office is:

Gustavo Tapanes
(Name)
2899 Collins Avenue, Apt. 629
(P.O. Box or Mail Drop Box **NOT** acceptable)
Miami Beach, FL 33140
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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.


(Signature)

December 3, 1996

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF GOOD STANDING
LIMITED LIABILITY COMPANY

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT
PEGO REALTY, L.L.C.

WAS FILED IN THIS OFFICE ON THE 2ND DAY OF OCTOBER, 1996, BECAME EFFECTIVE ON THE 2ND DAY OF OCTOBER, 1996, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 2ND DAY OF DECEMBER, 1996.

Rebecca McDowell Cook
Secretary of State



FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA