

1197000000095

DRAGONFLY GROUP, LLC.

6505 Allison Road
Miami Beach, FL 33141

Tel 305-867-0410 /// Fax 305-867-8398

Florida Department of State
Qualification/Registration Secretary
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200002094702--2
-02/21/97--01102--001
****148.75 ****148.75

February 19, 1997

Dear Sir/Madam

We wish to register to transact business in Florida and enclose herewith \$148.75 together with the required documentation.

Please enclose a Certificate of Status by return.

Thank you for your prompt attention.

Respectfully,



Stephen L. Quinto
Manager

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97 FEB 21 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1197-95

Name	AK-2-27
Availability	
Document Examiner	AK
Updater	AK
Updater Verifier	AK
Acknowledgement	AK
W. P. Verifier	AK

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. DRAGONFLY GROUP, 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. GEORGIA, U.S.A.
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 582269872
(FEI number, if applicable)
4. 10-31-96
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 6505 ALLISON ROAD
MIAMI BEACH FL. 33141
(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:
Stephen L. Quinto	Manager		
6505 ALLISON RD			
MIAMI BEACH			
FL 33141			

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

The undersigned member or authorized representative of a member of DIAGONFLY
GROUP LLC 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 \$ 105,000 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 70,000 . 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
\$ 175,000 . This total includes amounts from 2 and 3 above.



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.)

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TALLAHASSEE, FLORIDA

Filing Fee: \$ 52.50 for Affidavit

Dragonfly Group LLC

Other Assets

Prepaid legal costs.	\$ 35,000
Incidental & Organizational Costs.	25,000
Office Equipment . at cost	10,000
	<hr/>
	\$ 70,000

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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, 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: DRAGONFLY Group LLC

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

ANDREW J. NIERENBERG, ESQ.
(Name)
2601 S. BAYSHORE DRIVE, 19TH FLOOR
(P.O. Box or Mail Drop Box **NOT** acceptable)
MIAMI FL 33133
(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)

ANDREW J. NIERENBERG

2/13/97
(Date)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 970370936
CONTROL NUMBER : 9635429
DATE INC/AUTH/FILED: 10/31/1996
JURISDICTION : GEORGIA
PRINT DATE : 02/06/1997
FORM NUMBER : 0211

DRAGONFLY GROUP, LLC
6505 ALLISON RD.
MIAMI BEACH, FL 33141

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

DRAGONFLY GROUP, LLC
A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey

Lewis A. Massey
Secretary of State