

M97000000271

Spear, Leeds & Kellogg

120 Broadway, New York, NY 10271 212/433-7000

October 31, 2000

Via United Parcel Service

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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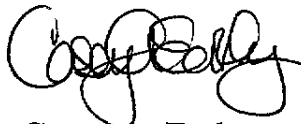
Re: SLK LLC

To Whom It May Concern:

Enclosed is an executed Resolution By Member To Renounce An Alternative
Name In Florida.

If you have any questions, I can be reached at (212) 433-6947.

Very truly yours,



Casey A. Early
Legal Assistant

M97-271
FILED
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SEAL MAY STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 7, 2000

CASEY A. EARLY, LEGAL ASSISTANT
SPEAR, LEEDS & KELLOGG
120 BROADWAY
NEW YORK, NY 10271

SUBJECT: KELLOGG (GP) LLC
Ref. Number: M97000000271

We have received your document for KELLOGG GP LLC: however, the document has not been filed and is being retained in this office because you did not submit the \$25 filing fee. Please return a check in this amount with a copy of this letter.

Please return your ^{check} 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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 300A00057468

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

RESOLUTION BY MEMBER(S)

TO RENOUNCE AN ALTERNATE NAME IN FLORIDA

I, Carl H. Hewitt, the undersigned, do hereby certify that
(Name of individual completing form)

SLK LLC is an out-of-state limited liability
(LLC name as it appears in home state)

company authorized to transact business in Florida under the alternate name of

Kellogg (GP) LLC
(Alternate name as it appears in Florida)

Because Chapter 608, F.S., states that the name of a limited liability company shall
be filed as a matter public notice only and shall not create any presumption of ownership
beyond that which is created under the common law, the above referenced entity
hereby renounces the resolution it previously filed with the Florida Department of State
and resolves to use its name in the state of Florida.

Dated: October 30, 2000

Carl H. Hewitt
Signature of Member or Authorized Representative of Member
Carl H. Hewitt, Vice President of SLK Management,
Inc., the Managing Member of SLK LLC

10/12/1999

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00 NOV 27 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA