



THE UNITED STATES  
CORPORATION  
COMPANY

M9 7000000870

ACCOUNT NO. : 072100000032

REFERENCE : 642227 4300856

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 285.00

ORDER DATE : December 18, 1997

ORDER TIME : 2:15 PM

ORDER NO. : 642227-010

CUSTOMER NO: 4300856

CUSTOMER: Anita Hyland, Legal Asst  
Goldberg, Weprin & Ustin,  
1501 Broadway, 22nd Floor

New York, NY 10036

800002378218--0

FOREIGN FILINGS

NAME: R.A.F., L.C.

FILE FIRST

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

FILED  
97 DEC 19 PM 2:30  
97 DEC 19 PM 3:32  
RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
JIM WASSERMAN  
COLLIERATION

197A00059889

MSH  
12/18/97

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:

FILED  
DEC 19 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- Manager  
c/o Heller Realty  
745 Fifth Avenue  
New York, NY 10151

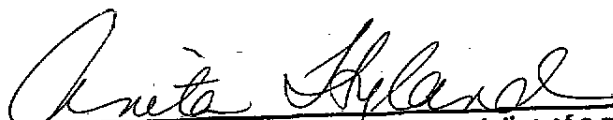
New York, NY 10151

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

**FILED**  
97 DEC 19 PM 2:30  
TAMPA  
SECRETARY OF STATE  
FLORIDA

The undersigned member or authorized representative of a member of R.A.F., E.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 \$ 2,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 0.00 . 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  
\$ 2,000.00 . 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.)

**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.

**FILED**  
91 DEC 18 PM 2:30  
TALLAHASSEE FLORIDA  
STATE SECRETARY OF STATE

1. The name of the limited liability company is: R.A.F., L.L.C.

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

CORPORATION SERVICE COMPANY  
(Name)

1201 Hays Street  
(P.O. Box not acceptable)

Tallahassee, FL 32301  
(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.*

By: *David Shelby*

(Signature)

Dec. 18, 1997

(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

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

I hereby certify, that R.A.F., LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 12/10/1997, and that the limited liability company is subsisting so far as shown by the records of the Department.

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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 16th day of December  
one thousand nine hundred and  
ninety-seven.*

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