# CSINGUNITED STATES DOODOO 135

ACCOUNT NO. : 072100000032

REFERENCE : 704133

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE: February 12, 1998

ORDER TIME : 9:27 AM

ORDER NO. : 704133-010

CUSTOMER NO: 4341416

CUSTOMER: Mr. Ronen Varsano

William E. Simon & Sons, Inc.

P. O. Box 1913 310 South Street

Morristown, NJ 07962-1913

FOREIGN FILINGS

NAME: WESKIDS II, L.L.C.

000002429870--5

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

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Name
Availability 2-3

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Examiner

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Updater

Verityer Acknowledgement

W. P. Verifyd

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PIVISION OF CORPORATION

4341416

ORATION

#### 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:

Do 7	3.	22~3551733	
Delaware urisdiction under the law of which ompany is organized)			e)
11/20/97		. Perpetual	
(Date of Organiza	ition)	(Duration: Year limited liability cocase to exist or "perpetual")	ompany will
2/13/97		and the second s	
		See sections 608,501, 608,502, and 81	7.155, F.S.)
310 South Street, Morristown	n, N.J., 07962		
			····
	(Street address of	· -	
st name, title, and business :	address of each m	anaging member[MGRM] or ma	anager[MG]
anage the foreign limited liab	oility company in F	lorida: (attach additional page if	necessary)
anage the foreign limited liab	ility company in F	lorida: (attach additional page if	necessary)
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NAME & ADDRESS:  Mark J. Butler	ility company in F	lorida: (attach additional page if  NAME & ADDRESS:  Christine W. Jenkins	necessary) TITL
NAME & ADDRESS:  Mark J. Butler  310 South Street	ility company in F	NAME & ADDRESS:  Christine W. Jenkins  310 South Street	necessary) TITL
NAME & ADDRESS:  Mark J. Butler  310 South Street  Morristown, N.J. 07962	TITLE:  [MGR]	NAME & ADDRESS:  Christine W. Jenkins  310 South Street	necessary) TITL
Mark J. Butler  310 South Street  Morristown, N.J. 07962  Michael B. Lenard	TITLE:  [MGR]	NAME & ADDRESS:  Christine W. Jenkins  310 South Street	necessary) TITL
Mark J. Butler  310 South Street  Morristown, N.J. 07962  Michael B. Lenard	TITLE:  [MGR]	NAME & ADDRESS:  Christine W. Jenkins  310 South Street	TITL
Mark J. Butler  310 South Street  Morristown, N.J. 07962  Michael B. Lenard  10990 Wilshire Blvd. Suite  Los Angeles, CA	TITLE:  [MGR]  [MGR]	NAME & ADDRESS:  Christine W. Jenkins  310 South Street  Morristown, N.J. 07962	TITL

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

The undersigned member or authorized representative of a member of WESKIDS II, 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 \$ 20,000
3) if any, the agreed value of property other than cash contributed by member(s) is  \$0
4) the total amount of cash or property anticipated to be contributed by member(s) is \$\frac{20,000}{20,000}\$. 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.)

Christine W. Jenkins, Manager

DIVISION OF CORPORATIONS

98 FEB 13 AM II: 10

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.

	of the limited liability company is:		
2. The name a	and address of the registered agent and office is:		
		3 86 1 86	SEC
	Comparation Commiss Co	rai .	<u></u>
	Corporation Service Co (Name)	FEB	
	Corporation Service Co. (Name)	$\bar{\omega}$	RETARY O
	(Name)	$\bar{\omega}$	RETARY OF S
	(Name) 1201 Hays Street		RETARY OF STATE ON OF CORPORATIONS

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.

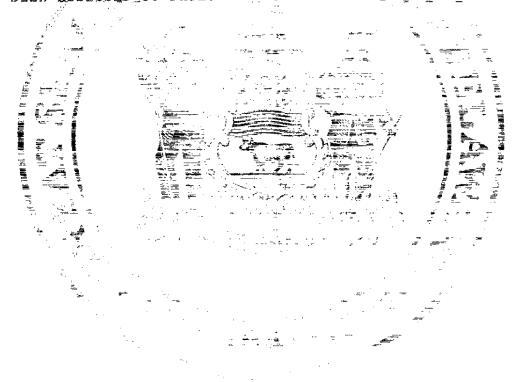
By: Dail Sheelry 2-12-98 (Date)

## State of Delaware

#### Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WESKIDS II, L.L.C." 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 TWELETH DAY OF FEBRUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel, Secretary of State

AUTHENTICATION:

8918120

DATE:

02-12-98

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