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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

000002626810--2

-08/27/98--01067--018

\*\*\*\*\*285.00 \*\*\*\*\*285.00

NUTTING / RICE CORP, LLC

000002626810--2

-08/27/98--01067--018

\*\*\*\*\*8.75 \*\*\*\*\*8.75

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> Profit                               | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger              |
| <input type="checkbox"/> NonProfit                            |   |  |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark                |
| <input checked="" type="checkbox"/> Foreign                   |   | <input type="checkbox"/> UCC FILING          |
| <input type="checkbox"/> Limited Partnership                  | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other               |
| <input type="checkbox"/> Reinstatement                        | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.      |
|   |   | <input type="checkbox"/> Fictitious Name     |
| <input type="checkbox"/> Certified Copy                       | <input type="checkbox"/> Photo Copies           | <input checked="" type="checkbox"/> CUS/ G/S |
| <input type="checkbox"/> Call When Ready                      | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30          |
| <input checked="" type="checkbox"/> Walk In                   | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick-Up  |
| <input type="checkbox"/> Mail Out                             |   |  |

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W.P. Verifier	MH

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Please call Jeff  
if any problems/questions.

THANKS !

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Nutting/Rice Lakeland, LLC  
(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.)
2. New York 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 8/24/98 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will  
cease to exist or "perpetual")
6. \_\_\_\_\_  
date of organization  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.)
7. One Webster's Landing, Syracuse, NY 13202  
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who  
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
NWRH Holding Corporation	MGRM	_____	_____
One Webster's Landing		_____	_____
Syracuse, NY 13202		_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official  
having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign  
language, a translation of the certificate under oath of the translator must be submitted.)

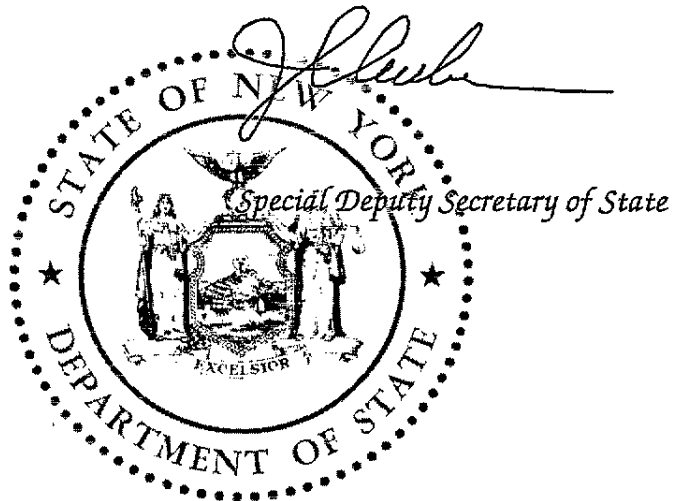
**State of New York** } ss:  
**Department of State**

I hereby certify, that NUTTING/RICE LAKE LAND, LLC a NEW YORK limited liability company filed a Certificate of Conversion pursuant to Section 1006 of the Limited Liability Law Company on 08/24/1998, and that the limited liability company is subsisting so far as shown by the records of the Department.

\*\*\*

*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 24th day of August  
one thousand nine hundred and  
ninety-eight.*

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**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 SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Nutting/Rice Lakeland, LLC

2. The name and the Florida street address of the registered agent and office are:

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(Name)

1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation

FL

33324

(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.*

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(Signature)

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

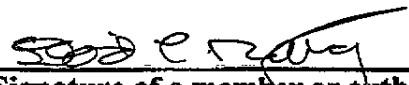
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of \_\_\_\_\_  
Nutting/Rice Lakeland, LLC certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ -0-;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 2,838,018\*;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 2,838,018\*.  
(This total includes amounts from 2 and 3 above.)

\*Rent receivable and a warehouse facility leased to Owens-Illinois

✓   
\_\_\_\_\_  
**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.)

David C. Nutting on behalf of Nutting/Rice Holding Company, LLC, Member  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

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