

US SALT CORPORATION 8 000000/059

August 24, 1998

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-08/31/98--01124--010
****346.25 ****346.25

Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Application by Foreign Limited Liability Companies for Authorization to
Transact Business in Florida**

Dear Sir or Madam:

Enclosed you will find the following documents regarding applications to transact business in Florida for US SALT HOLDINGS, LLC and US SALT LLC:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. (2 @ \$250.00).
2. Affidavit of Membership and Contributions of Foreign Limited Liability Company.
3. Certificate of Designation of Registered Agent/Registered Office. (2 @ \$35.00).
4. Delaware Certificate of Existence, authenticated on August 5, 1998.
5. Delaware Certificate of Formation for Limited Liability Company.
6. Written Consent of US SALT HOLDINGS, LLC and US SALT LLC.
7. Two checks in the amount of \$346.25 each.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 21 AM 11:44

Additionally, we would like to receive a Certified Copy (\$52.50 fee), and a Certificate of Status (\$8.75 fee). (THE "CERTIFIED COPY" ACKNOWLEDGES RECEIPT OF ALL DOCUMENTS BY DIVISION OF CORPORATIONS. THE "CERTIFICATE OF STATUS" STATES THAT THE ENTITY IS/IS NOT IN GOOD STANDING WITH STATE OF FLORIDA. INCLUDE THESE FEES IN THE ABOVE CHECK IF YOU WANT THE "CERTIFIED COPY" AND/OR "CERTIFICATE OF STATUS").

If you require additional information or have any further questions, please call at (904) 306-2000.

Sincerely,

Timothy P. Dolan

Timothy P. Dolan

Vice President, Secretary, Treasurer

Enclosures (as stated)
Certified Mail

1198-1059

Name	CK 9-21
Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 4, 1998

TIMOTHY P. DOLAN
US SALT CORP.
3740 BEACH BLVD., SUITE 306
JACKSONVILLE, FL 32207

SUBJECT: US SALT HOLDINGS, LLC
Ref. Number: W98000020144

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DIVISION OF CORPORATIONS

We have received your document for US SALT HOLDINGS, LLC and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

On line 8 of the application the individuals listed must be titled manager or managing memeber. On the affidavit an amount must be listed in the blanks if zero this must be listed.,

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

A photocopy of a certified copy is not acceptable.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 698A00045285

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

- | NAME & ADDRESS: | TITLE: | NAME & ADDRESS: | TITLE: |
|------------------------|-----------------|----------------------------|---------|
| MARK DEMETREE | MANAGING MEMBER | TIM DOLAN | MANAGER |
| 4020 ALHAMBRA DR WEST | | 3731 PINCKNEY ISLAND COURT | |
| JACKSONVILLE, FL 32207 | | JACKSONVILLE, FL 32224 | |
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DIVISION OF CORPORATIONS
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of US SALT HOLDINGS, LLC
_____ certifies:

1) the above named limited liability company has at least one member;

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 \$ 0;
(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 \$ 0.
(This total includes amounts from 2 and 3 above.)

Timothy P. Dolan

Signature of a member or an 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.)

Timothy P. Dolan

Typed or printed name of signee

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Filing Fee: \$250.00 for Application and 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 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:

U.S. SALT HOLDINGS, LLC

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

TIM DOLAN

(Name)

3731 PICKNEY ISLAND CT

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

JACKSONVILLE, FL 32224

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.

Timothy P. Dolan

(Signature)

Filing Fee: \$35 for Designation of Registered Agent

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DIVISION OF CORPORATIONS
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State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "US SALT HOLDINGS, LLC" 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 SIXTEENTH DAY OF SEPTEMBER, A.D. 1998.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2929378 8300

981359849

AUTHENTICATION:

9305434

DATE:

09-16-98