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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

K+S Cypress Springs LLC

- ☐ Walk In
☐ Mail Out
☐ Will Wait
☐ Photocopy

☐ Pick Up Time

NEED TODAY

- ☐ Certified Copy
☐ Certificate of Status
☐ Certificate of Good Standing
☐ ARTICLES ONLY
☐ ALL CHARTER DOCS

98 DEC 18 AM 10:48
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign LLC
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- ☐ Certificate of FICTITIOUS NAME
☐ FICTITIOUS NAME SEARCH
☐ CORP SEARCH

Name	MAH
Availability	MAH
Document	MAH
Examiner	MAH
Updater	MAH
Verifier	MAH
Acknowledgement	MAH
P. Veritye	MAH

Ordered By: _____

Date: _____

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:**

1. K & S CYPRESS SPRINGS 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 STATE
(Jurisdiction under the law of which foreign limited liability
company is organized)

3. 11 - 3464064
(FEI number, if applicable)

4. DECEMBER 1, 1998
(Date of Organization)

5. DECEMBER 31, 2050
(Duration: Year limited liability company will cease to exist
or "perpetual")

6. AS OF THE DATE OF THE FILING OF THIS APPLICATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 217.155, F.S.)

7. 7001 BRUSH HOLLOW ROAD
WESTBURY, NEW YORK 11590
(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:
K&S Cypress Springs Corp.	Managing		
7001 Brush Hollow Road	Member		
Westbury, New York 11590			

98 DEC 18 AM 10:08
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Filing Fee: \$ 52.50 for Application

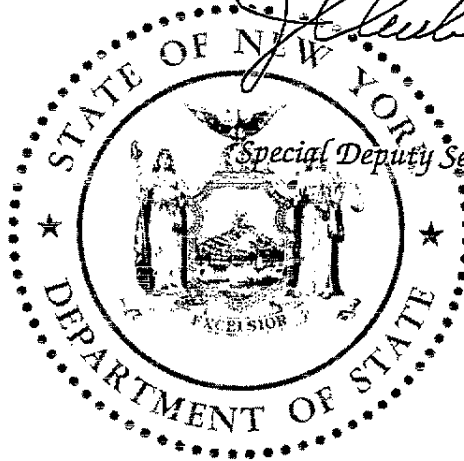
State of New York
Department of State } **ss:**

I hereby certify, that K & S CYPRESS SPRINGS 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 12/01/1998, 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 10th day of December
one thousand nine hundred and
ninety-eight.*



Special Deputy Secretary of State



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DEC 11 '88 11:42

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P-027

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12-11-88 11:42:00 PM

ROSS & COHEN

MAX MILE 51441300/78

DEC-11-88 FRI 11:42

**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: K & S CYPRESS SPRINGS LLC

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

NATIONSCORP REGISTERED AGENTS, INC.

NAME

526 EAST PARK AVENUE

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

TALLAHASSEE

32301

FL

CITY, STATE AND 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.


SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of _____
K & S CYPRESS SPRINGS LLC 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 \$ 775,000
- 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.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 775,000 . This total includes amounts from 2 and 3 above.

K & S CYPRESS SPRINGS CORP.

By: Edward Kalikow EDWARD KALIKOW, PRESIDENT

Signature of a member or authorized representative of a member.
(In accordance with section 606.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fee: \$ 52.50 for Affidavit