

DEC 21 '98 11:19 FR PROSKAUER ROSE 2 561 241 8153 TO 0010#13509324003 01/06

** TX CONFIRMATION REPORT **

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COMMAND #008

PROSKAUER ROSE 2

DATE TIME TO/FROM MODE MIN/SEC PGS STATUS
001 12/21 09:09 Department of State EC--S 01'53" 006 OK

** TX CONFIRMATION REPORT **

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COMMAND #207

PROSKAUER ROSE 2

DATE TIME TO/FROM MODE MIN/SEC PGS STATUS
001 12/17 08:44 Department of State EC--S 01'39" 005 OK

Division of Corporations

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Florida Department of State
Division of Corporations
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Sandra B. Morham, Secretary of State

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LIMITED LIABILITY COMPANY

Tryon Avenue Mortgage, LLC

Certificate of Status	1
Certified Copy	0
Page Count	46
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**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. TRYON AVENUE MORTGAGE, 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. DE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. 10/3/96
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1773 Wilshire Village Drive, Wellington, Florida 33414
(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:
<u>Michael Sherry</u>	<u>MGR</u>		
<u>8 Meadows Lane</u>			
<u>Closter, New Jersey 07624</u>			
<u>Nathan Blaser</u>	<u>MGR</u>		
<u>3520 South Ocean Blvd.</u>			
<u>Palm Beach, Florida 33480</u>			

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Prepared by:

George A. Pincus, Esq. 18 v1
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton, Florida 33431
(561) 241-7400
Florida Bar No. 15424

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William SherryMGR700 South Ocean Blvd.Boca Raton, Florida 33432Spencer NusbaumMGR161 Rock Creek LaneScarsdale, New York 10583Shirley RichterMGR10 Twixt Hills RoadSt. James, New York 11780

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.)

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

The undersigned member or authorized representative of a member of TRYON AVENUE
MORTGAGE, 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 \$ 2,200.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is
(A description of the property is attached and made a part hereto.) \$ N/A;
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is
(This total includes amounts from 2 and 3 above.) \$ 2,200.00;

Michael Sherry

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.)

MICHAEL SHERRY

Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit

Prepared by:

George A. Pincus, Esq.
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton, Florida 33431
(561) 241-7400
Florida Bar No. 15424

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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:

TRYON AVENUE MORTGAGE, LLC

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation, Florida 33324

City/State/Zip

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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.

Barbara A. Burke

(Signature)

BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY

Filing Fee: \$ 35 for Designation of Registered Agent

Prepared by:

George A. Pincus, Esq.
Proskauer Rose LLP
2255 Glades Road, Suite 340W
Boca Raton, Florida 33431
(561) 241-7400
Florida Bar No. 15474

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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 "TRYON AVENUE MORTGAGE 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 SEVENTEENTH DAY OF DECEMBER, A.D. 1998.

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

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Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

9471140

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DATE:

12-17-98

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