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February 22, 1999

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

200002789992--9  
-03/01/99--01040--014  
\*\*\*\*285.00 \*\*\*\*285.00

Re: KPI Consulting Services, L.C.

Ladies and Gentlemen:

Enclosed is an original and copy of Application by Foreign Limited Liability Company and Certificate of Designation for the above-referenced Iowa limited liability company. Also enclosed is a check in the amount of \$285.00 for filing and registration charges. Please acknowledge receipt of the Application and Certificate by returning file-stamped copy to the undersigned.

Please proceed to have KPI Consulting Services, L.C. authorized to do business in Florida. If you need additional information or documentation to complete the application, please advise.

Sincerely,

*Diane Spiering*

Diane Spiering  
Paralegal

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Name	Availability
Document	Examiner
Updater	
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A. knowledge	
P. verifier	

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STATE  
DIVISION OF CORPORATIONS  
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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. KPI Consulting Services, L.C.  
(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. Iowa  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 42-1434077  
(FEI number, if applicable)
4. February 6, 1995  
(Date of Organization)
5. 30 years  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Anticipated date of business - June of 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5000 Westown Parkway, Suite 100  
West Des Moines, IA 50266  
(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:
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<u>William C. Knapp</u>	<u>Manager and Member</u>		
<u>5000 Westown Parkway, Suite 100</u>			
<u>West Des Moines, IA 50266</u>			

<u>Gerard D. Neugent</u>	<u>Manager and Member</u>		
<u>5000 Westown Parkway, Suite 100</u>			
<u>West Des Moines, IA 50266</u>			

<u>William C. Knapp II</u>	<u>Manager and Member</u>		
<u>5000 Westown Parkway, Suite 100</u>			
<u>West Des Moines, IA 50266</u>			

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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.)

# IOWA

No. 00080506  
Date: 01/20/1999

## SECRETARY OF STATE

490DLC-000182896  
BELIN LAW OFFICE  
ATTN: DIANE SPIERING  
666 WALNUT, 2000 FINANCIAL CTR  
DES MOINES, IA 50309

### CERTIFICATE OF EXISTENCE

Name: KPI CONSULTING SERVICES, L.C.  
Begin date: 19950206  
Expiration: 20250206

I, CHESTER J. CULVER, secretary of state of the state of Iowa, custodian of the records of limited liability companies, certify that the limited liability company named on this certificate was duly organized under the laws of Iowa on the date printed above, that all fees required by the Iowa Limited Liability Company Act have been paid, and that articles of dissolution have not been filed.



*Chester J. Culver*  
\_\_\_\_\_  
SECRETARY OF STATE



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Recycled Paper

**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:

KPI Consulting Services, L.C.

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

Roger Knapp

(Name)

436 Beach Road

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

Sarasota

FL

34242

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.*

Roger Knapp (Signature)

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

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

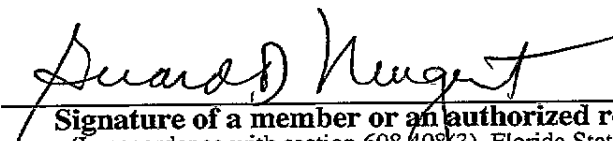
The undersigned member or authorized representative of a member of \_\_\_\_\_  
KPI Consulting Services, L.C. \_\_\_\_\_ certifies:

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

2) the total amount of cash contributed by the member(s) is \$ 300.00 ;

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 \$ 300.00 .  
(This total includes amounts from 2 and 3 above.)



**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.)

Gerard D. Neugent

Typed or printed name of signee

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