

m99000000518

HOLLAND & KNIGHT  
Requestor's Name  
315 SOUTH CALHOUN STREET  
Address  
Tallahassee, Florida 32301  
City/State/Zip Phone #  
224-7000

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

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99 APR - 7 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Walk-in ☒ Pick up time 4:00 ☒ Certified Copy  
☐ Mail-out ☐ Will wait ☐ Photocopy ☒ Certificate of Service

NEW FILINGS	
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	NonProfit
	Limited Liability
Name	Availability
Document	Other
Examiner	DCC
Update	OTHER FILINGS
Updater	Annual Report
Verifier	Fictitious Name CC
Acknowledgement	DCC
W. P. Verifier	DCC

AMENDMENTS	
	Amendment
	Resignation of R.A. Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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

600002830676-3  
-04/06/99-01045-021  
\*\*\*\*346.25 \*\*\*\*346.25

RECEIVED  
99 APR - 6 AM 11:12  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

224 00000000 8225

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 6, 1999

HOLLAND & KNIGHT  
315 SOUTH CALHOUN STREET  
TALLAHASSEE, FL 32301

SUBJECT: CELLGATE TECHNOLOGIES LLC  
Ref. Number: W99000008225

We have received your document for CELLGATE TECHNOLOGIES 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):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 599A00017382

# 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. CellGate Technologies 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. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-0786467  
(FEI number, if applicable)
4. September 18, 1997  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. February 1, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 6420 Congress Avenue, Suite 2000  
Boca Raton, FL 33487  
(Street address of principal office)

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 TALLAHASSEE, FLORIDA

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:
Jeffrey C. Connelly	President	"MGRM"	
6420 Congress Avenue, Ste. 2000			
Boca Raton, FL 33487			

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.)

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

The undersigned member or authorized representative of a member of CellGate Technologies 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 \$ 3,000,878 ;

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 \$ 3,000,878 .  
(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.)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 APR - 7 PM 4: 35

FILED

Timothy C. Leixner, ATTORNEY-IN-FACT

Typed or printed name of signee

**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:

CellGate Technologies 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

FL

33324

City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

*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)

VICKY GOLDSTEIN

SPECIAL ASSISTANT SECRETARY

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

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CELLGATE TECHNOLOGIES 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 THIRTY-FIRST DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CELLGATE TECHNOLOGIES LLC" WAS FORMED ON THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

FILED  
99 APR - 7 PM 4: 35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

9663228

AUTHENTICATION:

03-31-99

DATE: