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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Account Name: CORPORATE CREATIONS INTERNATIONAL INC. Account Number: 110432003053 Phone: (305)672-0686 Fax Number: (305)672-9110

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FOREIGN LIMITED LIABILITY COMPANY

Global Investment Holdings, LLC

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Miami, FL 33131

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	. Global Investment Holdings, LLC (Name of foreign limited liability company must end with the contained in the name at present. Please note: "L.L.C." is not	words "limited company" or their abbreviation "L.C." if not so an acceptable suffix in Florida.)
2	Delaware	3. 65-0908165
	(jurisdiction under the law of which foreign limited liability company is organized)	(FBI number, if applicable)
4	. March 26, 1999	perpetual unless the Company dissolves in accordance 5. with the provisions of its regulations.
	(Date of Organization)	(Duration: Year limited liability company will cease to exi or "perpetual")
6	upon filing of this application	
	(Date first transacted business in Florida. (See sections 608.5	01,608.502, and 817.155, F.S.)
7.	701 Brickell Ave Suite 3120	

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)

(Street address of principal office)

(attach additional page if necessary)			9 🖁
NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	THLES
Joseph Spitzer 701 Brickell Ave Suite 3120 Miami FL 33131	MGRM		FILEI RETARY C W 13 A
Michael Farkas 701 Brickell Ave Suite 3120 Miami FL 33131	MGRM		F STATE PORATIONS H II: 32

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

Limited Liability Company:

Global Investment Holdings, LLC

The undersigned member deposes and says:

- 1. The above named Company has at least two members.
- 2. The total amount of initial cash contributed by the members is \$10.00.
- 3. The agreed value of property other than cash contributed by the members is zero. (If the members contributed property other than cash, a description of the property is attached.)
- 4. The total amount of cash or property anticipated to be contributed by the members is \$10,000,000 or less.

Under the penalties of perjury, the undersigned affirms that the facts stated herein are true.

Joseph Spitzer, Member

by Greg K. Kuroda as attorney-in-fact

Date: May 13, 1999

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

PURSUANT TO THE PROVITIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTEREG AGENT, IN THE STATE OF FLORIDA.

LIMITED LIABILITY COMPANY:

Global Investment Holdings, LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises Inc. 941 Fourth Street #200
Miami Beach FL 33139

SECRETARY OF STATE DIVISION OF CORPORATIONS

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc. Greg K. Kuroda, Vice President

Date: May 13, 1999

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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 "GLOBAL INVESTMENT 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 FOURTH DAY OF MAY, A.D. 1999.

SECRETARY OF STATE DIVISION OF CORPORATIONS

3022501 8300 991171075



Edward J. Freel, Secretary of State 9723260

AUTHENTICATION:

05-04-99

DATE: