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ACCOUNT NO. : 072100000032

REFERENCE : 284582 4721633

AUTHORIZATION :

COST LIMIT : \$ 293.75

Patricia Pizzit

ORDER DATE : June 23, 1999

ORDER TIME : 9:52 AM

ORDER NO. : 284582-010

CUSTOMER NO: 4721633

CUSTOMER: William T. Mays, Esq
Waring Cox, Plc
13th Floor
50 North Front Street
Memphis, TN 38103

FOREIGN FILINGS

NAME: EZRI, LLC

900002914179--4

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: HARRY DAVIS

Name	XXX
Availability	XXX
Document Examiner	DCC
Updater	DCC
Updater	DCC
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P. verifier	DCC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. EZRI, 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. 62-0933375
(FEI number, if applicable)
4. 6/23/99
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 6/25/99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1100 Fifth Avenue South, Suite 401
Naples, FL 34102-6407
(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:
<u>Jack Gomez</u>	<u>MGR</u>	<u>Jack Tackett</u>	<u>MGR</u>
<u>1100 Fifth Avenue South, Suite 401</u>		<u>1100 Fifth Avenue South, Suite 401</u>	
<u>Naples, FL 34102-6407</u>		<u>Naples, FL 34102-6407</u>	
<u>Bruce Gomez</u>	<u>MGR</u>		
<u>1100 Fifth Avenue South, Suite 401</u>			
<u>Naples, FL 34102-6407</u>			
<u>Barry Gomez</u>	<u>MGR</u>		
<u>1100 Fifth Avenue South, Suite 401</u>			
<u>Naples, FL 34102-6407</u>			

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.)

**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:

EZRI, LLC

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

<u>Corporation Service Company</u>		
(Name)		
<u>1201 Hays Street</u>		
Florida street address (P.O. Box NOT ACCEPTABLE)		
<u>Tallahassee,</u>	<u>FL</u>	<u>32301</u>
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.

Deborah W. Skipper as agent
(Signature)

Filing Fee: \$35 for Designation of Registered Agent

The undersigned member or authorized representative of a member of EZON, INC.
certifies:

- By: Robert C. Starnes, Assistant Secretary

Robert C. Starnes, Assistant Secretary

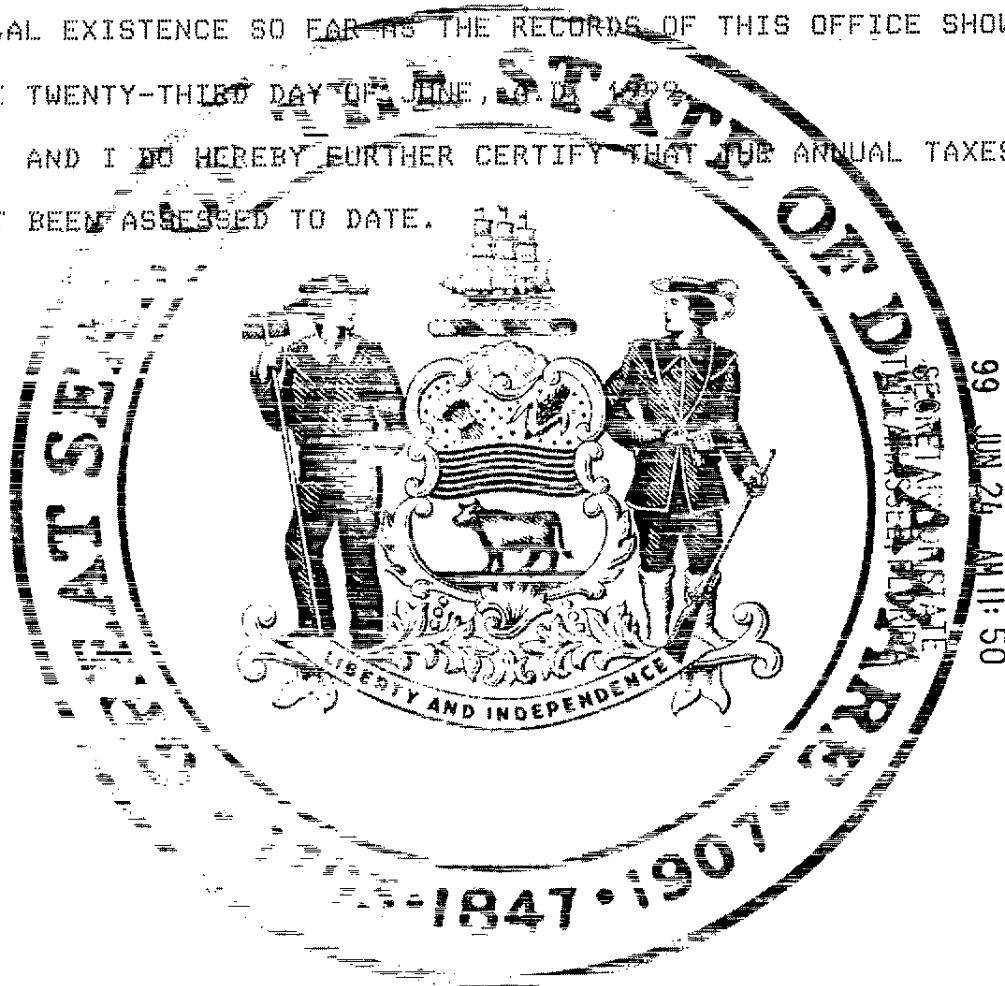
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
The above are true.

Filing Fee: \$250.00 for Application and Affidavit

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EZRI, 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 TWENTY-THIRD DAY OF JUNE, A.D. 1999.

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



99 JUN 24 AM 11:50

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9824469

DATE:

06-23-99