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July 8, 1999

01111 W99-16186
00789-00300-00647-00691

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

400002927274--3
-07/09/99-01061--008
****285.00 ****285.00

Re: **CHO L.L.C.**

Dear Florida Department of State:

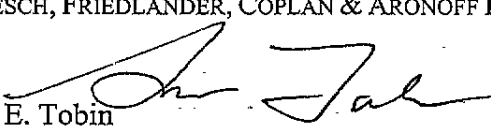
I have enclosed the following documents:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
2. Certificate of Designation of Registered Agent/Registered Office.
3. An original certificate of existence from the Secretary of State of Ohio. Ohio does not provide a seal or stamp and the attached certificate is exactly what was received from the Ohio Secretary of State.
4. Affidavit of Membership and Contributions of Foreign Limited Liability Company.
5. A check made payable to the Florida Department of State in the amount of \$285.

Very truly yours,

BENESCH, FRIEDLANDER, COPLAN & ARONOFF LLP

Seth E. Tobin



SET/set

Enclosures

cc: Stuart Susskind (w/o encl.)

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 14, 1999

SETH E. TOBIN
BENESCH FRIEDLANDER COPLAN & ARONOFF LLP
600 VINE STREET
CINCINNATI, OH 45202-2409

SUBJECT: CHO L.L.C.
Ref. Number: W99000016186

We have received your document for CHO L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 599A00036256

RESOLUTION OF MANAGING MEMBERS OR MANAGERS

I, the undersigned Stuart R. Susskind Vice-president ACEB Incorporated,
(Name)

do hereby certify that this Resolution of the Managing Members or Managers of

CHO, LLC

(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of the State of

Ohio, was duly adopted on July 23, 1999.

Be it resolved, that CHO, LLC,
(Name of Limited Liability Company)

organized and existing in the state of Ohio, hereby adopts the

name of CHO, L.L.C. for use in Florida.

Dated: July 23, 1999



Signature of a Member or an Authorized Representative of a Member

1/16/98

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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. CHO, L.L.C.
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)
2. Ohio 3. applied for
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. June 8, 1999 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. anticipated July 15, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 51 Reeder Lane
New Canaan, Connecticut 06840
(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>Cecilie Cruger</u>	<u>MGRM</u>	<u></u>	<u></u>
<u>51 Reeder Lane</u>		<u></u>	
<u>New Canaan, CT 06840</u>		<u></u>	
<u>Frank T. Hamilton, III</u>	<u>MGRM</u>	<u></u>	<u></u>
<u>5070 Drake Road</u>		<u></u>	
<u>Cincinnati, Ohio 45243</u>		<u></u>	
<u>Paula Ott</u>	<u>MGRM</u>	<u></u>	<u></u>
<u>4325 Willow Hills Lane</u>		<u></u>	
<u>Cincinnati, Ohio 45243</u>		<u></u>	

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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.)

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**



I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show CHO, LLC, an Ohio Limited Liability Company, Registration No. 1084090, filed on June 11, 1999, is currently in FULL FORCE AND EFFECT upon the records of this office.



*WITNESS my hand and official seal
at Columbus, Ohio on
July 26, 1999*



J. Kenneth Blackwell
Secretary of State

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CHO, L L C.

2. The name and address of the registered agent and office is:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

(P.O. Box not acceptable)

Plantation, Florida 33324

(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.

Susan J. Metz
(Signature)

Susan J. Metz
Assistant Secretary

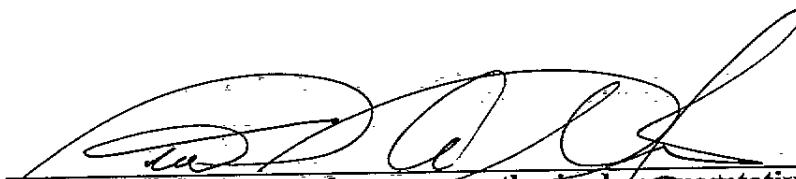
7-1-99
(Date)

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 CHO, L.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 \$ 1,000 ;
- 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 \$ 1,000 ;
(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.)

Stuart A. Schloss, Jr. Vice-President ACFB Incorporated
Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit