

Division of Corporations

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**M99000001240****Florida Department of State**

Division of Corporations

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DIVISION OF CORPORATIONS**FOREIGN LIMITED LIABILITY COMPANY****VOLANT L.L.C.**

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 6, 1999

FOWLER, WHITE, BURNETT, ET AL

SUBJECT: VOLANT L.L.C.  
REF: W99000016951

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name in the document must be identical to the name in the Certificate of Status from Delaware. Please change the name to Volant L.L.C. throughout the document. The only page that should list the name as Volant holdings L.L.C. is the Resolution.,

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 Hodgas  
Document Specialist

FAX Aud. #: H99000018053  
Letter Number: 999A00037634

**Audit No. H99000018053 1**

**RESOLUTION OF THE MANAGING MEMBERS  
OF VOLANT L.L.C.**


The undersigned, constituting all the Managing Members of VOLANT L.L.C., a Delaware limited liability company (the "LLC"), hereby adopt and approve the following resolutions of the LLC:

RESOLVED, that, in connection with the LLC's pending application for authorization to transact business in Florida and in view of the conflict between the LLC's name as filed in Delaware with the names of existing entity or entities already on file in Florida, the LLC hereby adopts the alternate name of VOLANT HOLDINGS L.L.C. for use in transacting business in the State of Florida; and

RESOLVED FURTHER, that Mark J. Panciera, Managing Member, is hereby authorized and directed to amend the LLC's application for authorization to transact business in Florida accordingly.

The foregoing resolution is hereby consented to and approved by all Managing Members of the LLC as evidenced by their execution of this document.

APPROVED this 28th day of July, 1999.

  
Lindsey J. Thomas, Managing Member

  
Mark J. Panciera, Managing Member

**Audit No. H99000018053 1**

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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. VOLANT L.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. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for  
(FBI number, if applicable)
4. 06/15/1999  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 07/01/1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 4200 Hollywood Boulevard  
Hollywood, Florida 33021  
(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>Mark J. Panciera</u>	<u>MGRM</u>	<u>Lindsey J. Thomas</u>	<u>MGRM</u>
<u>4200 Hollywood Blvd.</u>		<u>1925 Sixth Street South</u>	
<u>Hollywood, FL 33021</u>		<u>Naples, FL 34102</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.)

Donald E. Kubit, Esq.  
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.  
100 S.E. 2nd Street, 17th Floor  
Miami, Florida 33131  
ph: (305) 789-9200  
Florida Bar No. 193056

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*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 "VOLANT L.L.C." 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-NINTH DAY OF JULY A.D. 1999.

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

3056217 8300

991313889

9893969

07-29-99



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

AUTHENTICATION:

Audit No. H99000018053 1

DATE:

Audit No.H99000018053 1

**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:

VOLANT L.L.C.

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

Donald E. Kubit, Esq.

(Name)

100 S.E. 2nd Street, 17th FloorFlorida street address (P.O. Box **NOT** ACCEPTABLE)Miami, Florida 33131

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.*

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

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

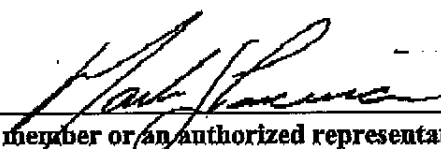
The undersigned member or authorized representative of a member of VOLANT L.L.C.  
\_\_\_\_\_ certifies:

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

2) the total amount of cash contributed by the member(s) is \$ 2,000.00;

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 \$ 2,000.00.  
(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.)

Mark J. Panciera, Managing Member  
\_\_\_\_\_  
Typed or printed name of signer

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

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