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Retired
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September 21, 1999
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VIA FEDERAL EXPRESS

Florida Department of State
Qualification/Tax Lien Section
409 E. Gaines Street
Tallahassee, Florida 32399

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-09/24/99-01044-004
****285.00 ****285.00

RE: Natlis Capital, L.L.C.

Dear Sir/Madam:

Enclosed is an Application for Certificate of Authority and Certificate of Designation of Registered Agent/Registered Office to be filed on behalf of the above-captioned Delaware limited liability company. A check in the amount of \$285.00 is enclosed for the filing fee, as well as a Good Standing Certificate issued by the Delaware Secretary of State. Please return evidence of qualification in the prepaid, self-addressed envelope provided.

Thank you for your time and attention to this matter. Should you have any questions, please do not hesitate to contact me at the above listed number.

Very truly yours,

Rebecca A. Collier

Rebecca A. Collier
Corporate Paralegal

Enclosures
3746505RACFLLTR

FILED
99 SEP 24 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-28-99

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: NATLIS CAPITAL, L.L.C.
(Name of limited liability company – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida", "Certificate of Designation of Registered Agent/Registered Office", "Certificate of Existence", and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Rebecca A. Collier

(Name of Person)

Coolidge, Wall, Womsley & Lombard Co., L.P.A.

(Firm/Company)

33 West First Street, Ste. 600

(Address)

Dayton, Ohio 45402-1289

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Rebecca Collier

(Name of Person)

at (937) 449-5792

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**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. NATLIS CAPITAL, 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. _____
(FEI number, if applicable)
4. August 9, 1999
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 100 Cypress Creek Road, Ste. 645
Ft. Lauderdale, Florida 33309
(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>David W. Svete</u>	<u>MGR</u>	<u>Roger W. Lange</u>	<u>MGR</u>
<u>1200 N. Federal Highway</u>		<u>100 Cypress Creek Rd.</u>	
<u>Suite 401</u>		<u>Suite 645</u>	
<u>Boca Raton, FL 33432</u>		<u>Ft. Lauderdale, FL 33309</u>	
<u>William J. Svete</u>	<u>MGR</u>		
<u>6055 East Valley View</u>			
<u>Mentor, OH 44060</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.)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The undersigned member or authorized representative of a member of _____
NATLIS CAPITAL, 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 \$ 100.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ _____;
(A description of the property is attached and made a part hereto.)
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) \$ 100.00;
(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.)

Roger W. Lange, President & Authorized Representative

Typed or printed name of signee

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99 SEP 24 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

NATLIS CAPITAL, L.L.C.

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

CT Corporation System

(Name)

1200 S. Pine Island Road

Florida street address (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.

Carol Record
Carol Record
Assistant Secretary

FILED
99 SEP 24 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$35 for Designation of Registered Agent

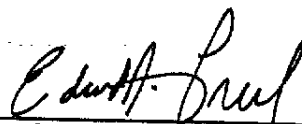
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATLIS CAPITAL, 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-FIRST DAY OF SEPTEMBER, A.D. 1999.

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




Edward J. Freel, Secretary of State

3080617 8300

991393990

AUTHENTICATION:

9980673

DATE:

09-21-99

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FILED