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Sept. 22, 1999

Edward W. Large, President
Circular Logic, L.L.C.
399 N.W. 7th Ave.
Boca Raton, FL 33486-3509

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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-09/24/99-01044-011
****346.25 ****346.25

Enclosed please find an application by a foreign limited liability company for authorization to transact business in Florida for Circular Logic, L.L.C. of Connecticut. Also enclosed is an affidavit of membership and designation of registered agent. Also enclosed is a check for \$ 346.25 for the following:

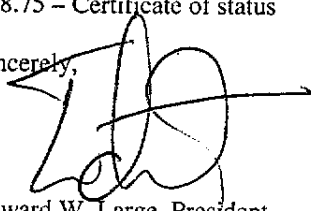
\$250.00 - Filing fee for application and affidavit

\$ 35.00 - Designation of registered agent

\$ 52.50 - Certified Copy

\$ 8.75 - Certificate of status

Sincerely,



Edward W. Large, President
Circular Logic, L.L.C.

561-297-0106

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
9-28-99

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. Circular Logic, 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. Connecticut
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 232944370
(FEI number, if applicable)
4. June 23, 1997
(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. 399 NW 7th Ave.
Boca Raton, FL 33486-3509
(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:

Edward Large
399 NW 7th Ave
Boca Raton, FL 33486

MGRM

James Reano
3765 Riverside Way
Delray Beach, FL 33445

MGRM

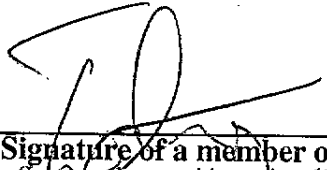
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.)

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

The undersigned member or authorized representative of a member of Circular Logic, 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.;
- 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 \$ 100.
(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.)

EDWARD W. LARGE

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

Circular Logic, L.L.C.

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

Edward Large

(Name)

399 NW 7th Ave.

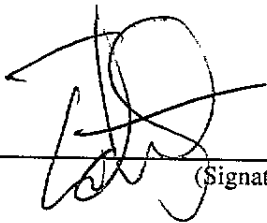
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Boca Raton, FL 33486

City/State/Zip

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

CIRCULAR LOGIC, L.L.C.

organized under the laws of Connecticut as a Limited Liability Company,
was filed in this office on June 23, 1997 and is in existence as of
the date of this certificate...



Secretary of the State

Date Issued: July 28, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA