9000000/873

CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615 Attn: Jeff Netherton

W.P. Verifier

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CORPORATION(S) NAME		-11/30/9901029010 ****125_00 ****125
Cave Holdings – 114 Duv	al Street, LLC	. : -
() Profit () Nonprofit	() Amendment	() Merger
(x) Foreign	() Dissolution/Withdrawal () Reinstatement	() Mark
() Limited Partnership (x) LLC	() Annual Report () Name Registration () Fictitious Name	() Other Control () Change of RATION () UCC CONTROL
() Certified Copy	() Photocopies	() CUS
() Call When Ready (x) Walk In () Mail Out	() Call If Problem () Will Wait	() After 4:30_9 (x) Pick Up Asset 39
Name Availability Document Examiner Updater Verifier	11/30/99	OEIVED 30 AMII: 13 SEE FLURIDAS
Acknowledgement		

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: (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.) (Jurisdiction under the law of which foreign limited liability company is organized) (Duration: Year limited liability company will cease to exist or "perpetual") (See sections 608.501, 608.502, and 817.155, F.S.) Fostertown (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:

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.)

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.)

Typed or printed name of signee

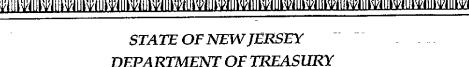
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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.

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1. The name of the Limited Liability Company is:	
Cave Holdings 1114 Duval Street, LLC	
2. The name and the Florida street address of the registered agent and office are:	
C T Corporation System (Name)	
1200 South pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)	
Planation FL 33324 City/State/Zip City/State/Zip PH SECKETAL AHASSEE F	
Having been named as registered agent and to accept service of process for the above stated initial liability company at the place designated in this certificate, I hereby accept the appointment agent 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.	

Filing Fee: \$ 35 for Designation of Registered Agent

Special Assistant Secretary



DEPARTMENT OF TREASURY SHORT FORM STANDING

CAVE HOLDINGS-1114 DUVAL STREET, LLC

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on November 9, 1999.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

> Heather R Cave 60 Fostertown Road Medford, NJ 08055

Continued on next page . . .

