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November 12, 1999

State of Florida Registration Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314 W99-26721

MJH

100003048761---4 -11/18/99--01064--009 \*\*\*\*\*125.00 \*\*\*\*125.00

Enclosed please find the following:

Completed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.

Original Certificate of Good Standing, issued 11/8/99, by the State of New York for the Licent Capital, LLC, the parent company in New York.

Certificate of Designation of Registered Agent/Registered Office

Check in the amount of \$125.00 in payment of the application fee and designation certificate.

If you require additional information to complete this registration, please advise.

Regards,

Ruth McCartney Office Manager

Encls.

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SECRETARY OF STATE
DIVISION OF CORPURATIONS

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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) STATE OF NEW YORK 3. \_
(Jurisdiction under the law of which foreign limited liability) (FEI number, if applicable) company is organized) PERPETUAL
(Duration: Year limited liability company will cease to 5/10/99 (Date of Organization) exist or "perpetual") (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 100 JERICHO QUADRANGLE 7. 8. If limited liability company is a manager-managed company, check here 9. The usual business addresses of the managing members or managers are as follows: 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction 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.) 11. Nature of business or purposes to be conducted or promoted in Florida: \_ BUSINESS Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) SIDNEY KARABEL Typed or printed name of signee

## State of New York Department of State

I hereby certify, that LICENT CAPITAL, LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 05/10/1999, and that the limited liability company is subsisting so far as shown by the records of the Department.

The limited liability company has not filed proofs of publication under section 206 of the Limited Liability Company Law.

Witness my hand and the official seal of the Department of State at the City of Albany, this 08th day of November OF NE one thousand nine hundred and ninety-nine

ûty Secretary of State

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## 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:
	LICENT CAPITAL, LLC
2.	The name and the Florida street address of the registered agent and office are:
	SIDNEY KARABEL (Name)
	3187 No. STATE 20AD 7  Florida street address (P.O. Box NOT ACCEPTABLE)
	MARGATE FL 33063 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 as provided for in Chapter 608, F.S..

X diskill (Signature)

\$ 100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)