

ID Number: 000134921

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

RESIGNATION OF RESIDENT AGENT

Pursuant to the provisions of Section 7-16-11(d) of the General Laws, 1956, as amended, the undersigned resident agent submits a statement of resignation as follows:

1. The name of the limited liability company is SOUTHERN CROSS, LLC
2. The resident agent sent its resignation to the limited liability company.
3. The resignation is effective (30) days from the filing of this statement.

Under penalty of perjury, the undersigned declares
that the information herein is true and correct.

Date: Aug 19, 2010

CORPORATION SERVICE COMPANY.
Resident Agent

By: _____

Maria Long

Name: _____

Maria Long

Title: _____

Assistant Secretary

2010 SEP 27 PM 12:28



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State

October 5, 2010

SOUTHERN CROSS, LLC
c/o FIRST LONG IS INVESTORS
1 JERICHO PLAZA, SUITE 201
JERICHO, NY 11753

Corporations Division

Business Section

Phone: 401-222-3040
Fax: 401-222-1309
corporations@sec.state.ri.us

Business Information Center

Phone: 401-222-2185
Fax: 401-222-1309
businessinfo@sec.state.ri.us

Notary & Trademark Sections

Phone: 401-222-1487
Fax: 401-222-3879
notaries@sec.state.ri.us
trademarks@sec.state.ri.us

UCC Section

Phone: 401-222-3040
Fax: 401-222-3879
ucc@sec.state.ri.us

148 W. River Street
Providence, RI
02904-2615

RE: Corporate ID# 134921
SOUTHERN CROSS, LLC

Dear Sir or Madam:

This is to notify you that this office received on September 27, 2010 the resignation of Corporation Service Company as Resident Agent of the above-named limited liability company, a copy of which is enclosed. Section 7-16-11 of the General Laws of the State of Rhode Island states that "unless, a later time is specified in the resignation, it is effective thirty (30) days after it is filed."

Pursuant to the provisions set forth in Section 7-16-11 of the General Laws of the State of Rhode Island, "each domestic or foreign registered limited liability company shall have a resident agent for service of process on the limited liability company". In order to ensure that your authority to conduct business will remain intact, please file a Change of Resident Agent form with this office.

To file a Change of Resident Agent form online using Visa, MasterCard or American Express, visit www.sos.ri.gov and click on the "File Business Forms" link under the Business Services heading. If you do not have a CID and PIN or have forgotten your CID and/or PIN, please contact us at corp_pin@sos.ri.gov.

If you prefer to use cash or check, visit www.sos.ri.gov and click on the "File Business Forms" link under the Business Services heading to download a form. You can mail the form to us with your payment or visit our office to file in person. Of course, we will provide a hardcopy of the Change of Agent form upon request.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese
Manager of Data and Information Services
Division of Business Services

enc.

Division of Business Services, 148 West River Street, Providence, RI 02904 (401) 222-3040

State House Room 217, Providence, RI 02903 - Phone: 401-222-2357 - Fax: 401-222-1356 - www.state.ri.us