Filing Fee: \$150.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

SECON STREET SHAFE

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

| 1. | The name of the limited liability company is: Masquerade, LLC | | | |
|----|--|--------------------------------------|--------------------------------|--|
| 2. | The name, if different, under which it proposes to register and transact business in Rhode Island is: | | | |
| 3. | The limited liability company is organized under the laws of Pennsylvania | | | |
| 4. | The date of its organization is 8/21/2000 | | | |
| 5. | The period of duration of the limited liability company is (if perpetual, so state) Perpetual | | | |
| 6. | The address of the limited liability company's resident agent in Rhode Island is: | | | |
| | 10 Weybosset Street, | Providence | , RI 02903 | |
| | (Street Address, not P.O. Box) | (City/Town) | (Zip Code) | |
| | and the name of the resident agent at such address is | C T Corporation System | | |
| | (Name of Agent) | | | |
| 7. | The secretary of state is appointed the agent of the time there is no resident agent or if the resident agent diligence. | | | |
| 8. | The address of any office required to be maintained limited liability company is organized is: | I in the state or other jurisdiction | on under the laws of which the | |
| | 1362 Naamans Creek Rd., 2nd Floor Garnet Valley, PA 190 | 61 | | |
| 9. | The mailing address for the limited liability company is | | | |
| | 1362 Naamans Creek Rd., 2nd Floor Garnet Valley, PA 190 | | | |
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| | | JUN 0 5 2012 | | |

Form No. 450 Revised: 05/12 BY 171934

| 10. | Management of the Limited Liability Company: | | |
|--------|--|--|--|
| A. | The limited liability company is to be managed by its members. (If you have checked this box, go to Item no. 11.) | | |
| | <u>or</u> | | |
| В. | B. The limited liability company is to be managed by one (1) or more managers. (If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.) | | |
| | <u>Manager</u> | <u>Address</u> | |
| Jos | seph Purifico | 24 William Howard Dr., Glen Mills, PA 19342 | |
| Ro | bert Shank | 17 Bridgestone Dr., Langhorne, PA 19053 | |
| a | uthorized officer of the jurisdiction | y a certificate of good standing duly authenticated by the secretary of state or other nunder which the foreign limited liability company was organized. | |
| 12. Tr | • | re than 30 days after, the filing of this Application for Registration) | |
| | | Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments and that all statements contained herein are true and correct. | |
| Date: | 6/4/2012 | Masquerade, LLC Print Exact Name of Limited Liability Company Making Application By | |

COMMONWEALTH OF PENNSYLVANIA DEPARTMENT OF STATE

JUNE 4, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

MASQUERADE, LLC

is duly organized as a Pennsylvania Limited Liability Company under the laws of the Commonwealth of Pennsylvania and remains subsisting so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

Certification Number: 10359286-1 Verify this certificate online at http://www.corporations.state.pa.us/corp/soskb/verify.asp



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

A. Japa 1. eeio

Secretary of State

