Filing Fee: \$150.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903-1335

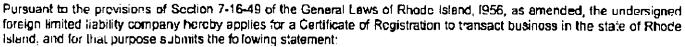
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OCT 21 2005

By KMC M80100

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION



| 1. | The name of the limited liability company is: | | | | |
|----|--|--------------------------|----------------------|--|--|
| | American Coradius International LLC | <u>-</u> | - | | |
| | The name, it different, under which it proposes to register and transact business in Rhode Island is: | | | | |
| | The limited liability company is organized under the laws of | Delaware | | | |
| | The date of its organization is 5/24/05 | ·· | | | |
| | The period of duration of the limited liability company is (if perpetual, so state) Perpetual | | | | |
| 8. | The address of the limited liability company's resident ager | nt in Rhode Island is: | | | |
| | 170 Westminster Street, Suite 900 | Providence | RI | 02903 | |
| | (Street Acidiess, pot P.C. Box) | (Otty/Fawn) | · ' '' - | (Zip Code) | |
| | and the name of the resident agent at such address is | Corporation Service Comp | any | | |
| | • | to erneri) | Agent) | | |
| | The secretary of state is appointed the agent of the foreign limited trability company for service of process if at an time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonab diligence. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is: | | | | |
| | The mailing address for the limited liability company is: | | | 05 | |
| | 2420 Sweet Home Road, Suite 150 | | | | |
| | Amherst NY 14228 | · - | | N 195 | |
| | | | | | |
| 1 | - No 45D | | | 3 99 | |
| | sed: 07/05 | | | 50 50 50 50 50 50 50 50 50 50 50 50 50 | |
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| .10. | Management of the Limited Liability | v Company: | | |
|--------------|---|---|--|--|
| A. | The limited liability company is to b no. 11.) | e managed by its members. (If you have checked this box, go to item | | |
| | <u>or</u> | | | |
| В | B The limited liability company is to be managed by one (1) or more managers. (If the limited liab company has managers at the time of the filling of these Articles of Organization, state the name address of each manager.) | | | |
| Sec | <u>Manager</u> e Attached List | <u>Address</u> | | |
| U | Villiam C. Pinkney | | | |
| · | | | | |
| - | | · · · | | |
| 11. This aut | s application is accompanied by a cr horized officer of the jurisdiction undo | ertificate of good standing duly authenticated by the secretary of state or other or which the foreign limited liability company was organized. Under ponalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments. | | |
| Date:_ | 8/26/2005 | American Coradius International LLC Prim Exact Name of Limited Liability Company Making Application | | |
| | | By Signature of Suphorized person | | |

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN CORADIUS INTERNATIONAL LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF OCTOBER, A.D. 2005.



Darriet Smith Hindson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4231020

DATE: 10-17-05

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050836024



300 Essjay Rd., Suite 150 Williamsville, NY 14221 Phone (716) 580-6102 Fax (716) 634-8531 1-800-759-2241

August 17, 2005

Re: Authorization for use of name

To Whom It May Concern:

On July 1, 2005, American Coradius International LLC purchased 100% of the assets of American Coradius, Inc. Effective July 1, 2005, the name - American Coradius, Inc. was no longer a valid name nor has any further business been conducted under that corporate entity name.

As a result of this change, American Coradius, Inc. releases any claim to it previously registered corporate name and ask that the state allow American Coradius International LLC to be registered as a valid name.

If you should require additional information or have any questions, please feel free to contact the former Director of Licensing/Compliance, Stephen J. Moeller at (716) 580-6102 ext. 2293 or via email at smoeller@americancoradius.com.

Sincerely,

Theresa M. Weinstein

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President & Sole Corporate Officer

Enclosures