



State of California
Kevin Shelley
Secretary of State

200312310104
File #

LIMITED LIABILITY COMPANY
APPLICATION FOR REGISTRATION

A \$70.00 filing fee must accompany this form.
IMPORTANT – Read instructions before completing this form.

FILED
In the office of the Secretary of State
of the State of California

APR 30 2003

Kevin Shelley
KEVIN SHELLEY, SECRETARY OF STATE

This Space For Filing Use Only

1. Name under which the foreign limited liability company proposes to register and transact business in California:
(End the name with the words "Limited Liability Company," "Ltd. Liability Co.," or the abbreviations "LLC" or "L.L.C.")

NCC No. 1, L.L.C.

2. Name of the foreign limited liability company, if different from that entered above:

3. This foreign limited liability company was formed on April 23, 2003 in Delaware
(month) (day) (year) (state or country)
and is authorized to exercise its powers and privileges in that state.

4. Name of the agent for service of process in this state, and check the appropriate provision below:
Charles A. Hansen, Esq., which is

☒ an individual residing in California. Proceed to item 5.
☐ a corporation which has filed a certificate pursuant to Section 1505 of the California Corporations Code. Proceed to item 6.

5. If an individual, California address of the agent for service of process:
Address: c/o Wendel, Rosen, Black & Dean LLP, 1111 Broadway, 24th Floor

City: Oakland State: CA Zip Code: 94607

6. In the event the above agent for service of process resigns and is not replaced, or if the agent cannot be found or served with the exercise of reasonable diligence, the Secretary of State of the State of California is hereby appointed as the agent for service of process of this foreign limited liability company.

7. Address of the principal executive office: City State Zip Code
400 Continental Blvd., Suite 160, El Segundo, CA 90245

8. Address of the principal office in California, if any: City State Zip code
400 Continental Blvd., Suite 160, El Segundo CA 90245

9. Type of business of the limited liability company: (For information purposes only.)
Real Estate

10. **DECLARATION:** It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.
NCC No. 1, L.L.C., a Delaware limited liability company, By: New Country Corners Limited Partnership, an Ohio limited partnership, Sole Member, By: New Country Corners, Inc., a California corporation, General Partner

Signature of Authorized Person

April 29, 2003

Date

Type or Print Name and Title of Authorized Person

Linda Kasai, Secretary

11. RETURN TO:

NAME Linda Kasai
FIRM c/o Highridge Partners
ADDRESS 400 Continental Blvd., Suite 160
CITY/STATE El Segundo, CA 90245
ZIP CODE

Delaware

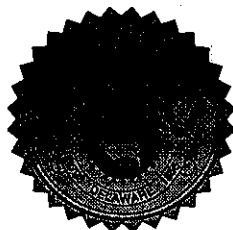
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NCC NO. 1, L.L.C." 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 TWENTY-FOURTH DAY OF APRIL, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NCC NO. 1, L.L.C." WAS FORMED ON THE TWENTY-THIRD DAY OF APRIL, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2382209

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DATE: 04-24-03