

Delaware

The First State

PAGE 1



I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APPLE HOLDINGS 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 TWENTY-FIRST DAY OF OCTOBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "APPLE HOLDINGS LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2002.

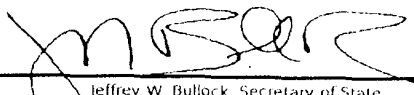
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3608278 8300

090951730

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7594849

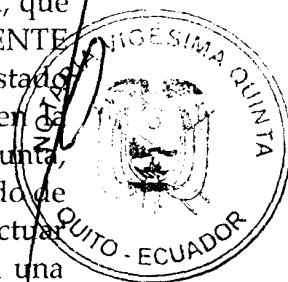
DATE: 10-21-09

Yo, NORMAN GOODMAN, Secretario del Condado y Secretario de la Corte Suprema del Estado de Nueva York en y para el Condado de Nueva York, que es una Corte de Registro y tiene por ley un sello, POR EL PRESENTE INSTRUMENTO CERTIFICO, de conformidad con la Ley Ejecutiva del Estado de Nueva York, que GLADYS IRIZARRY, cuyo nombre está suscrito en esta declaración, confesión, certificado de reconocimiento o prueba que se adjunta, era, en el momento en que lo tomó, NOTARIO PÚBLICO en y para el Estado de Nueva York, debidamente comisionado, juramentado y calificado para actuar como tal; que, de conformidad con la ley, se ha presentado en mi oficina una comisión o un certificado de su calidad oficial con su firma autógrafa; que, al momento de tomar dicha aprueba, reconocimiento o juramento, estaba debidamente autorizado para tomarlo; que estoy familiarizado con la escritura de ese NOTARIO PÚBLICO o he comparado la firma que aparece en el instrumento anexo con su firma autógrafa depositada en mi oficina y creo que dicha firma es genuina.

EN TESTIMONIO DE LO CUAL, he colocado en este instrumento mi firma y sello oficial hoy, 22 de octubre de 2009.

(firmado) Secretario del Condado y Secretario de la Corte Suprema, Condado de Nueva York

(sello) Secretario del Condado, Condado de Nueva York



DELAWARE El Primer Estado

Yo, Jeffrey W. Bullock, Secretario de Estado del Estado de Delaware, por el presente instrumento certifico que APPLE HOLDINGS LLC ha sido debidamente constituida de conformidad con las leyes del Estado de Delaware y se encuentra en cumplimiento de sus obligaciones y tiene existencia legal hasta donde lo demuestran los registros de esta oficina al 21 de octubre de 2009.

Certifico, además, que la mencionada compañía APPLE HOLDINGS LLC fue constituida el 27 de diciembre de 2002.

Y certifico, además, que los impuestos anuales han sido pagados hasta la fecha.

(firmado) Jeffrey W. Bullock, Secretario de Estado

(sello) Oficina del Secretario, Delaware

Autenticación: 7594849

Fecha: 10-21-09

María Cecilia Mera
Traductora
C.I. 170498434-1

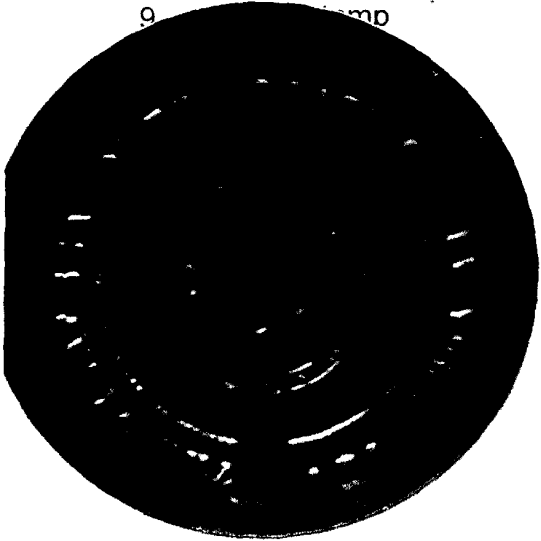
Apostille

(Convention de La Haye du 5 Octobre 1961)



1. Country: **United States of America**
This public document
2. has been signed by **Norman Goodman**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the county of **New York**

Certified

5. At New York, New York
6. the 22nd day of October 2009
7. by Special Deputy Secretary of State, State of New York
8. No. NYC-10400186B
9. mp
10. Signature

A handwritten signature in cursive script, appearing to read 'James Bizzarri'.

James Bizzarri
Special Deputy Secretary of State

AFFIDAVIT

DATE: October 21, 2009



I, Rashad Wareh, state that the foregoing is a true original of the Certificate of Good Standing for Apple Holdings LLC, that I have in my possession.

SIGNATURE

STATE: New York }
COUNTY: New York }

Sworn to before me this 21st day of October, 2009.

NOTARY PUBLIC

GLADYS IRIZARRY
Notary Public, State of New York
No. 011R6135890, Bronx County
Certificate filed in N.Y. County
Term Expires: October 24, 2009

State of New York
County of New York

COUNTY
CLERK

738353 Form 1

NORMAN GOODMAN, County Clerk and Clerk of the Supreme Court of the State of New York, in and for the County of New York, a Court of Record, having by law a seal, DO HEREBY CERTIFY pursuant to the Executive Law of the State of New York, that

whose name is subscribed to the annexed affidavit, deposition, certificate of acknowledgment or proof, was at the time of taking the same a NOTARY PUBLIC in and for the State of New York duly commissioned, sworn and qualified to act as such; that pursuant to law, a commission or a certificate of his official character, with his autograph signature has been filed in my office; that at the time of taking such proof, acknowledgment or oath, he was duly authorized to take the same; that I am well acquainted with the handwriting of such NOTARY PUBLIC or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and I believe that such signature is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand affixed my official seal this

OCT 22 2009

FEE PAID \$3.00

County Clerk and Clerk of the Supreme Court, New York County

AFFIDAVIT



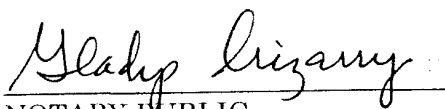
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