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HOLD FOR PICK-UP FOR

UCC RETRIEVALS, INC.
BETH EPSTEIN / TRACI GOODMAN / MARA-BETH LOVING
(804) 559.5919

STATE CORPORATION COMMISSION
1300 EAST MAIN STREET
RICHMOND VA 23209-1197

SEPTEMBER 27, 2007

m 070927 0632

NEXT DAY EXPEDITE!!

DEAR SIRs,

PURSUANT TO INSTRUCTIONS OF COUNSEL, I ENCLOSE FOR FILING ON BEHALF OF:

DIRECT INVEST - 2810 NORTH PARHAM ROAD 16, LLC

REGISTRATION OF LIMITED LIABILITY COMPANY

NOTE: The person signing this document is authorized to sign post-formation documents in the home state.

****PLEASE RETURN (1) CERTIFIED COPY OF THE ATTACHED FILING (for foreign entities c/c the application only)****

*NO \$
credit
1 cc
1 cert/land*

****PLEASE RETURN (1) CERTIFICATE OF FACT - STATUS & FEE CURRENT****

CHECK(S) IN PAYMENT OF THE REQUIRED FEES ARE ENCLOSED. I WOULD APPRECIATE YOU TELEPHONING ME AT (804) 559-5919 IF THERE IS A PROBLEM WITH THIS FILING AND TO ADVISE ME WHEN THE EVIDENCE IS AVAILABLE TO BE PICKED UP.

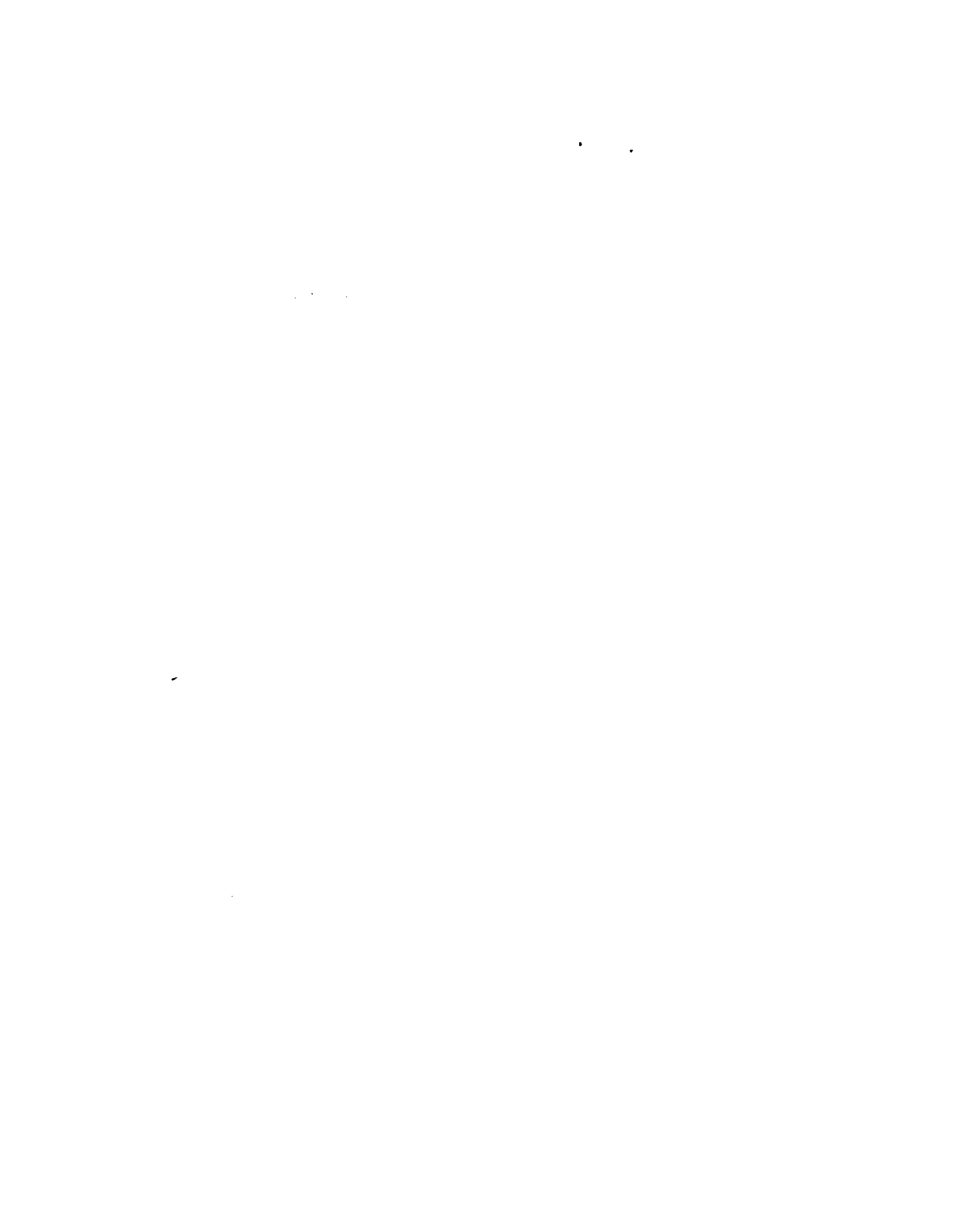
THANK YOU FOR YOUR ASSISTANCE IN THIS REGARD.

SINCERELY,
BETH EPSTEIN

9/28

*(F-0e)
100
100
200
9/28/07
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T 035 651-1





SCC21.2
(04/07)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
CLERK'S OFFICE
1300 E MAIN ST
RICHMOND, VA 23219
(804) 371-9733
(866) 722-2551 Toll-free in Virginia

Expedited Service Request

Business Entity Filing

Read Information & Instructions pages before completing this form

This form MUST be completed and placed on top of EACH document that is submitted for expedited review and processing.

Entity Name: DIRECT INVEST - 2810 NORTH PARHAM ROAD 16, LLC	Entity's SCC ID No. (if known):
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Return Evidence of Filing To:
(Correspondent's name and address)

Beth Epstein
UCC Retrievals, Inc.
7288 Hanover Green Drive
Mechanicsville, VA 23111

Contact Person: Beth Epstein

Phone Number: (804) 559 - 5919 ext 15

Fax Number: (804) 559 - 5920

E-mail: corporate@uccretrievals.com

Return Evidence of Filing By:
(mark all that apply)

Hold for Pickup (Available at 4:00 p.m.)

First-Class Mail

USPS Express Mail
(Prepaid envelope required.)

Overnight via UPS Fed Ex
(Completed airbill with account number required.)

Fax (Additional charge of \$25. Only available for Expedited Filings, Categories A and C.)

Complete, if **not** correspondent:

Name: _____

Fax No.: () _____ - _____

<p style="text-align: center;">~~~ See Information & Instructions for description of categories. ~~~</p> <p>Expedited Service(s) Requested: <i>(mark service requested)</i></p> <p>***Expedite Fee(s): <i>*** (does not include filing fees) – see footnote</i></p> <p><input checked="" type="checkbox"/> Category A Expedite Business Entity Document listed in Schedule A</p> <table style="width: 100%; border: none;"> <tr> <td style="padding-left: 20px;"><input type="checkbox"/> Same Day Service (In by Noon)</td> <td style="text-align: right;">\$ 200</td> </tr> <tr> <td style="padding-left: 20px;"><input checked="" type="checkbox"/> Next Day Service (In by 4 00 p m)</td> <td style="text-align: right;">\$ 100</td> </tr> </table> <p><input type="checkbox"/> Category B Preliminary Review of a Document listed in Schedule A (2nd Business Day Service Only – In by 4 00 p m) (Note: No fee if document is a preliminary review resubmission within 30 days of initial submission)</p> <p style="text-align: right;">\$ 50</p> <p><input type="checkbox"/> Category C Expedite Business Entity Document listed in Schedule C (Next Day Service Only – In by 4 00 p m)</p> <p style="text-align: right;">\$ 50</p>	<input type="checkbox"/> Same Day Service (In by Noon)	\$ 200	<input checked="" type="checkbox"/> Next Day Service (In by 4 00 p m)	\$ 100	<p style="text-align: center;">FOR OFFICE USE ONLY</p> <p style="font-size: 24px; text-align: center;">070927 0632</p> <div style="border: 1px solid black; width: 100px; height: 50px; margin-top: 20px; text-align: center;"> </div> <p style="text-align: center;">I/O <input type="checkbox"/></p>
<input type="checkbox"/> Same Day Service (In by Noon)	\$ 200				
<input checked="" type="checkbox"/> Next Day Service (In by 4 00 p m)	\$ 100				

*** Remember to include payment for all applicable fees (e.g. charter/entrance, reinstatement, filing, fax and expedite fees)

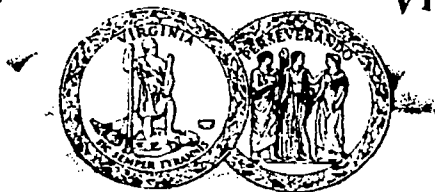
2019-11-10:57

THEODORE V. MORRISON, JR.
CHAIRMAN

MARK C. CHRISTIE
COMMISSIONER

JUDITH WILLIAMS JAGDMANN
COMMISSIONER

COMMONWEALTH OF VIRGINIA



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

September 28, 2007

BETH EPSTEIN
UCC RETRIEVALS, INC.
7288 HANOVER GREEN DR
MECHANICSVILLE, VA 23111

RE: Direct Invest - 2810 North Parham Road 16, LLC
ID: T035651 - 1
DCN: 07-09-27-0632

Dear Customer:

This is your receipt for \$100.00 to cover the fee(s) for filing an application for registration as a foreign limited liability company with this office.

This is also your receipt for \$100.00 to cover the fee(s) for expedited service(s).

The effective date of the registration is September 28, 2007.

Thank you for contacting our office. If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

RECEIPTLC
LLNCF
CIS0322

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, SEPTEMBER 28, 2007

The State Corporation Commission has found the accompanying application for a certificate of registration to transact business in Virginia submitted on behalf of

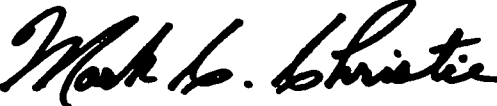
Direct Invest - 2810 North Parham Road 16, LLC

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

**CERTIFICATE OF REGISTRATION TO TRANSACT BUSINESS IN
VIRGINIA**

be issued and admitted to record with the application in the Office of the Clerk of the Commission, effective September 28, 2007.

STATE CORPORATION COMMISSION

By 

Commissioner

FLLCACPT
CIS0322
07-09-27-0632



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

LLC-1052
(04/06)

APPLICATION FOR REGISTRATION AS A FOREIGN LIMITED LIABILITY COMPANY

1. The name of the foreign limited liability company is (include, if required, any "for use in Virginia" name in parentheses)
Direct Invest - 2810 North Parham Road 16, LLC

2. The foreign limited liability company was formed under the laws of
Delaware on September 25, 2007
(state or country) (date of limited liability company's formation)

3. (Mark if applicable:) The limited liability company was previously authorized or registered with the Commission to transact business as a foreign business entity. (See instructions.) Set forth the additional required information on an attachment.

4. A. The name of the limited liability company's registered agent in VIRGINIA is
Corporation Service Company

B. The registered agent is (mark appropriate box):

(1) an INDIVIDUAL who is a resident of Virginia and

- a member or manager of the limited liability company.
- a member or manager of a limited liability company that is a member or manager of the limited liability company.
- an officer or director of a corporation that is a member or manager of the limited liability company.
- a general partner of a general or limited partnership that is a member or manager of the limited liability company.
- a trustee of a trust that is a member or manager of the limited liability company.
- a member of the Virginia State Bar.

OR

(2) a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

C. The limited liability company's VIRGINIA registered office address, including the street and number, if any, which is identical to the business office of the registered agent, is

11 South 12th Street, P.O. Box 1463 Richmond, VA 23218
(number/street) (city or town) (zip)

which is physically located in the county or city of Richmond

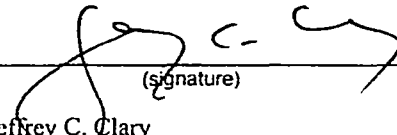
D. The registered office and registered agent comply with the requirements of § 13.1-1015 of the Code of Virginia.

5. The post office address, including the street and number, of the limited liability company's principal office is
211 Congress Street Boston MA 02110
(number/street) (city or town) (state) (zip)

6. The Clerk of the Commission is irrevocably appointed as the agent of the limited liability company for service of process if no registered agent has been appointed under § 13.1-1015 of the Code of Virginia or, if appointed, the registered agent's authority has been revoked or if the registered agent either has resigned or cannot be found or served with the exercise of reasonable diligence.

7. The limited liability company is a "foreign limited liability company" as defined in § 13.1-1002 of the Code of Virginia and an authenticated copy of the applicant's articles of organization and other constituent documents are submitted herewith. (See instructions.)

8. The undersigned executes this application in the name of the foreign limited liability company and declares the facts stated herein are true:


(signature)
Jeffrey C. Clary
(printed name)

9/26/07
(date)
Authorized Signatory
(title) (see instructions for requisite signature)

410-850-4530
(telephone number (optional))

INSTRUCTIONS ON THE REVERSE

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "DIRECT INVEST - 2810 NORTH PARHAM ROAD 16, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2007, AT 12:54 O'CLOCK P.M.



4428611 8100

071049490

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6027226

DATE: 09-25-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:54 PM 09/25/2007
FILED 12:54 PM 09/25/2007
SRV 071049490 - 4428611 FILE

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- **First:** The name of the limited liability company is Direct Invest - 2810 North Parham Road 16, LLC *RM du*
- **Second:** The address of its registered office in the State of Delaware is 2711
Centerville Road Suite 400 in the City of Wilmington, DE 19808. The
name of its Registered agent at such address is Corporation Service Company
- **Third:** (Use this paragraph only if the company is to have a specific effective date of
dissolution: "The latest date on which the limited liability company is to dissolve is
N/A.")
- **Fourth:** (Insert any other matters the members determine to include herein.)
The company has no specific date of dissolution and the Certificate of Formation shall be effective
upon filing.

In Witness Whereof, the undersigned have executed this Certificate of Formation this
25 day of September, 20 07.

By: /s/ Jeffrey C. Clary
Authorized Person(s)

Name: Jeffrey C. Clary
Typed or Printed

