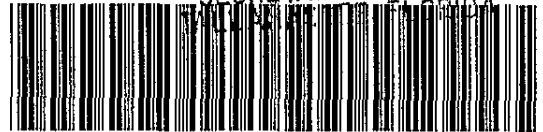


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SECRETARY OF STATE



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RUTH E. REICKARD

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DIRECT DIAL 616/336-6802

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 9, 2004

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Application by Foreign Corporation
Application by Foreign Limited Liability Company

Dear Sir/Madam:

Enclosed for filing is (1) an Application by Foreign Corporation for Authorization to Transact Business in Florida for Dunes Guest House, Inc. and (2) an Application by Limited Liability Company for Authorization to Transact Business in Florida for Dunes Guest House Realty, L.L.C. Also enclosed is a Certificate of Good Standing from the state of Michigan for each and our check in the amount of \$195.00 for filing fees.

Finally, a Business Reply Envelope is enclosed for your convenience in returning the Letters of Acknowledgment to me.

Thank you for your attention to this matter. If you have any questions, please feel free to call me toll free at 1-800-262-0011.

Sincerely,

Ruth E. Reickard
Legal Assistant

Enclosures

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. DUNES GUEST HOUSE, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. MICHIGAN 3. 20-1274339
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JUNE 22, 2004 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification".)
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 333 BLUE STAR HIGHWAY, PO BOX 894
(Principal office address)
DOUGLAS, MI 49406
(Current mailing address)

8. RESORT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)


9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: MIKE JONES

Office Address: 2835 TERRAMAR STREET

FORT LAUDERDALE, Florida 33304
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. Directors

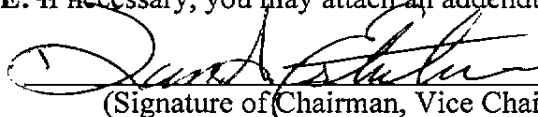
Director: DAN ESTERLINE
 Address: 333 BLUE STAR HIGHWAY, PO BOX 894,
 - DOUGLAS, MI 49406
 Director: GREG TRZYBINSKI
 Address: 333 BLUE STAR HIGHWAY, PO BOX 894,
 - DOUGLAS, MI 49406
 Director: MIKE JONES
 Address: 333 BLUE STAR HIGHWAY, PO BOX 894,
 - DOUGLAS, MI 49406

B. Officers

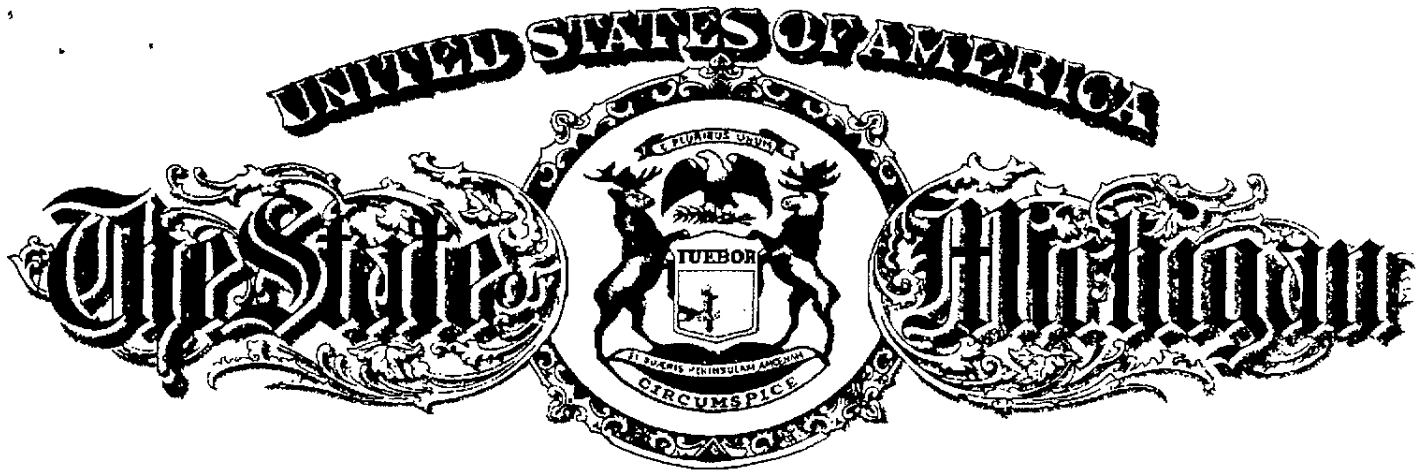
President: DAN ESTERLINE
 Address: 333 BLUE STAR HIGHWAY, PO BOX 894,
 - DOUGLAS, MI 49406
 Vice President: MIKE JONES
 Address: 333 BLUE STAR HIGHWAY, PO BOX 894,
 - DOUGLAS, MI 49406
 Secretary/Treasurer: GREG TRZYBINSKI
 Address: 333 BLUE STAR HIGHWAY, PO BOX 894,
 - DOUGLAS, MI 49406

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 TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
 (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DAN ESTERLINE, PRESIDENT
 (Typed or printed name and capacity of person signing application)



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

DUNES GUEST HOUSE, INC.

was validly incorporated on June 22, 2004, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 4th day of August, 2004.

Andrew S. [Signature], Director

Bureau of Commercial Services