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C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Carbone Resort Development, LLC

Profit
 Non Profit
 Limited Liability Company
 Foreign

Amendment
 Merger
 Dissolution/Withdrawal
 Mark

Limited Partnership
 Annual Report
 Other
 Reinstatement
 Reservation
 Change of Name
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THANK YOU ! CONNIE BRYAN

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Carbone Resort Development, LLC
(Name of foreign limited liability company)

2. Ohio 3. 34-1902855
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. August 26, 1999 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. None presently
(Date first transacted business in Florida. (See section 608.501, 608.502, and 817.155, F.S.))

7. 5885 Landerbrook Drive, Suite 110
Cleveland, Ohio 44124
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here []

9. The name and usual business address of the managing members or managers are as follows:

Ross P. Carbone - 5885 Landerbrook Drive, Suite 110, Cleveland, Ohio 44124

Vincent P. Carbone - 5885 Landerbrook Drive, Suite 110, Cleveland, Ohio 44124

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TALLAHASSEE FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: secured golf resort and
retreat area

Ross P. Carbone
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Ross P. Carbone, Manager
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Carbone Resort Development, LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

C T Corporation System

Charlotte Renee Cruz
(Signature)

Charlotte Renee Cruz, Asst. Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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TALLAHASSEE FLORIDA

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show CARBONE RESORT DEVELOPMENT, LLC, an Ohio Limited Liability Company, Registration No. 1096698, was organized within the State of Ohio on August 27, 1999 and is currently in FULL FORCE AND EFFECT upon the records of this office.



WITNESS my hand and official seal at
Columbus, Ohio on
October 18, 1999

J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State

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