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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-02/29/00--01021--017
***125.00 ***125.00

SUBJECT: FLEETWOOD MANAGEMENT, LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

STEPHEN W. BEIK
(Name of Person)

LAW OFFICE OF STEPHEN W. BEIK
(Firm/Company)

1101 N. LAKE DESTINY DRIVE, SUITE 120
(Address)

MAITLAND, FL 32751
(City/State/Zip)

00 FEB 28 PM 1:00
STATE DEPT OF STATE
DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

STEPHEN W. BEIK at (407) 875-0999
(Name of Person) (Area Code & Daytime Telephone Number)

ALI

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. FLEETWOOD MANAGEMENT, LLC
(Name of foreign limited liability company)

2. NEVADA 3. 88-0442968
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 11/16/99 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 2/18/2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1218 FLORIDA STREET #100
KISSIMMEE, FLORIDA 34741
(Street address of principal office)

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

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

DAVID STINEBAUGH
1218 FLORIDA STREET #100
KISSIMMEE, FLORIDA 34741

SECRETARY OF STATE
MAIL ROOM
00 FEB 28 PM 1:00

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: ENGAGE IN ANY LAWFUL ACTIVITY.

David Stinebaugh
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.)

DAVID STINEBAUGH
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:

FLEETWOOD MANAGEMENT, LLC

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

DAVID STINEBAUGH

(Name)

1218 FLORIDA STREET #100

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

KISSIMMEE FL 34741

City/State/Zip

00 FEB 28 PM 1:00
STATE OF FLORIDA
DIVISION OF CORPORATIONS

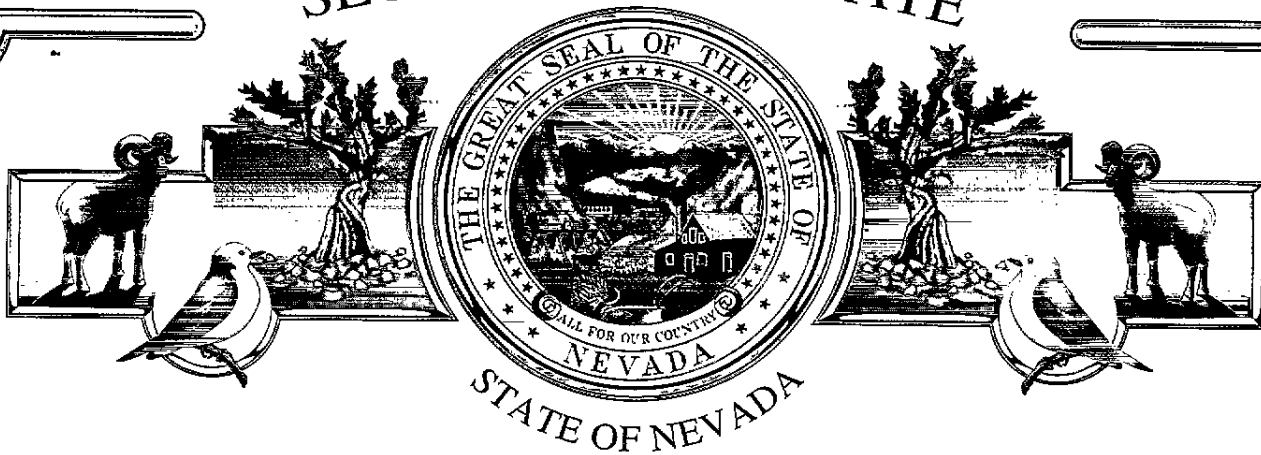
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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..

David Stinebaugh as

(Signature)

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

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FLEETWOOD MANAGEMENT, LLC** as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 6, 1999, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on January 21, 2000.



Dean Heller

Secretary of State

By

S. J. J.

Certification Clerk

00 FEB 28 PM 1:00

SECRETARY OF STATE
DIVISION OF CORPORATIONS