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Regional Offices in:
Atlanta, Georgia
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Greenville, South Carolina
Houston, Texas
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Richmond, Virginia

Patrick H. Grayson, Jr.
General Counsel

REALTICORP ®
COMMERCIAL INVESTMENT FUND

Executive Offices
Post Office Box 6806 (29606)
Suite 200A, Greenville Commons
220 North Main Street
Greenville, South Carolina, 29601
Phone (864) 271-4700
Fax (864) 421-0740

April 12, 2001

VIA OVERNIGHT MAIL
FLORIDA DEPARTMENT OF STATE
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300004009333--5
-04/13/01--01109--002
****125.00 ****125.00

Re: RIF 301, LLC, a South Carolina limited liability company

Dear Sir or Madam:

Enclosed, in duplicate, is the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, along with the Certificate of Designation of Registered Agent/Registered Office, together with a check in the amount of $125.00 for the required filing fees. Please file and send the letter of acknowledgment upon registration.

Thank you for your assistance in this matter.

Very truly yours,

Patrick H. Grayson, Jr.

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01 APR 13 AM 11:17

PHG/sw
Enclosures

4/17

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

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. RIF 301, LLC
(Name of foreign limited liability company)

2. South Carolina
(Jurisdiction under the law of which foreign limited liability company is organized)

3. Applied for
(FEI number, if applicable)

4. April 4, 2001
(Date of Organization)

5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. upon filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. RealtiCorp

220 N. Main St., Suite 200A, Greenville, S.C. 29601
(Street address of principal office)

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

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

RealtiCorp

220 N. Main St., Suite 200A

Greenville, SC 29601

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SECRETARY OF STATE
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: Real Estate Investment

Patrick H. Grayson

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.)

Patrick H. Grayson, Jr.

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:

RJF 301, LLC

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

Robert Smith
(Name)

258 Southhall Lane, Suite 130
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Maitland FL 32751-7452
City/State/Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 prpper 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..

(Signature)

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

The State of South Carolina

Office of Secretary of State Jim Miles
Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

RIF 301, LLC, A Limited Liability Company duly organized under the laws of the State of South Carolina on April 4th, 2001, with a duration that is at will, has as of this date filed all reports due this office, including its most recent annual report as required by section 33-44-211, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the company that it is subject to being dissolved by administrative action pursuant to section 33-44-809 of the South Carolina Code, and that the company has not filed articles of termination as of the date hereof.

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Given under my Hand and the Great Seal of the State of South Carolina this 9th day of April, 2001.

Jim Miles, Secretary of State