



Affordable Residential Communities  
600 Grant Street, Suite 900  
Denver, CO 80203  
303.291.0222 Voice  
303.294.9959 Fax  
303.294.0085 Legal Fax

October 8, 2002

MO2000002696

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399  
(850) 487-6051

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-10/10/02--01070--001  
\*\*\*\*155.00 \*\*\*\*155.00

**Re: Application for Authority to Transact Business by a Limited Liability Company**

Dear Sir or Madam:

Enclosed herewith, please find the following items:

1. Application in duplicate by a Foreign Limited Liability Company for authorization to transact business in Florida, prepared on behalf of ARCFLH LLC ("ARC")
2. A Certificate of Good Standing for ARC issued by the Secretary of State, State of Delaware.
3. A check in the amount of \$155.00 for the filing fee.

Please file the above referenced items of record and return a file-stamped copy to my attention. Should you have any questions or require additional information in this regard, please contact me directly at (303) 383-7540. Thank you for your assistance in this matter.

Sincerely,

Rae Curtiss  
Corporate Paralegal

Enclosures

APPROVED  
AND  
FILED  
02 OCT 10 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JP  
10-11-02

**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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. ARCFLH LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. applied for  
(FEI number, if applicable)
4. 9/6/02  
(Date of Organization)
5. 12/31/2101  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. when authorized  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 600 Grant Street, Suite 900  
Denver, CO 80203  
(Street address of principal office)

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

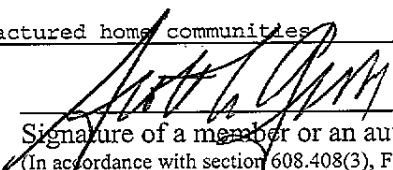
9. The name and usual business addresses of the managing members or managers are as follows:

Scott D. Jackson, Manager 600 Grant Street, Suite 900, Denver, CO 80203

Scott L. Gesell, Organizing Manager 600 Grant Street, Suite 900, Denver, CO 80203

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: acquire, own &  
operate manufactured home communities

  
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.)

Scott L. Gesell, Organizing Manager

Typed or printed name of signee

02 OCT 10 AM 9:49  
SECRETARY OF STATE  
ALL AMASSEE, FLORIDA  
FILED  
APPROVED  
AND  
FILED

**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:

ARCFLH LLC

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

Corporation Service Company  
(Name)

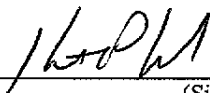
1201 Hays Street  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

*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.*



(Signature)

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

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARCFILH LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF SEPTEMBER, A.D. 2002.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1978142

DATE: 09-11-02