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FILED
2003 MAR 28 PM 2: 13
2003 MAR 28 PM 2: 13
ALLAHASSEE, FLORIDA

W03-8025

J. BRYAN MAR 2 8 2003



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 20, 2003

ROGER A. COUSINEAU EROSOURCE LLC PO BOX 4496 KEY WEST, FL 33041-4496

SUBJECT: EROSOURCE LLC Ref. Number: W03000008025



We have received your document for EROSOURCE LLC and your check(s) totaling \$100.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$25.00.

The document must contain a registered agent with a Florida street address and a <u>signed</u> statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan Document Specialist

Letter Number: 503A00017114

Erosource LLC P.O. Box 4496 Key West, FL 33041-4496 March 18, 2003



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

Dear Sir or Madam:

Greetings! Enclosed is an APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA. Hopefully, it's correct!©

I am currently in Contract to purchase the property and businesses that will become Erosource LLC, and this authorization to transact business in Florida is based upon that purchase. My first business in Florida will be in October 2003.

If anything here is not acceptable or complete, please call me at my real estate office – 888-436-7011 – and, hopefully, it can be handled on the phone.

Thanks!

Sincerely,

Roger A. Cousineau

Erosource LLC, General Manager

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.	Erosource LLC (Name of foreign limited liability company)				
	(Name of foreign limited liability company)				
2.	Delaware Jurisdiction under the law of which foreign limited liability company is organized) Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)				
	company is organized)				
4.	September 9, 2002 (Date of Organization) 5. Devoetual (Duration: Year limited liability company will cease to exist or "perpetual")				
6.	Proposed: October 2003 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)				
7.	900 Duval Street				
Key West, FL 33040 (Street address of principal office)					
	(Street andress of principal office)				
8.	If limited liability company is a manager-managed company, check here				
9.	9. The name and usual business addresses of the managing members or managers are as follows:				
	Roger A. Cousineau, General Manager				
	Erosource LLC				
	P.O. Box 4496				
	Key West, FL 33041-4496				
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: Hotel,				
	restaurant, nightclub				
	720 .				
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.)					
	Roger A. Cousinegy				
	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:	
Erosource LLC	
2. The name and the Florida street address of the registered agent and office are:	ON THE PARTY OF TH
Roger A. Cousineau (Name)	- ASS 4
	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1
707 Washington Street Florida street address (P.O. Box NOT ACCEPTABLE)	- (0) (3)
	4 2
Key West FL 33040 (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 abligations 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

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EROSOURCE 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 TWELFTH DAY OF MARCH, A.D. 2003.





Warriet Smith Hindson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 2303151

DATE: 03-12-03

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