

Division of Corporations

Page 2 of 2

F03 0000003311

Florida Department of State
Division of Corporations
Public Access System

RESUBMITPlease give original
submission date as file date.

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000224108 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

FOREIGN PROFIT QUALIFICATION

RAM INVESTMENTS, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 7 |
| Estimated Charge | \$70.00 |

DIVISION OF CORPORATION

03 JUL -3 AM 9:17

RECEIVED

F03-3311
OK



FLORIDA DEPARTMENT OF STATE

Glanda E. Hood
Secretary of State

July 1, 2003

CSC

RESUBMIT

Please give original
and file date as file date.

SUBJECT: RAM INVESTMENTS, INC.
REF: W03000018800

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: E03000224108
Letter Number: 003A00039591

H03000224108 8

UNANIMOUS WRITTEN CONSENT

of

THE BOARD OF DIRECTORS

of

RAM INVESTMENTS, INC.

(a California corporation)

The undersigned, the sole duly elected and acting member of the Board of Directors of RAM Investments, Inc., a California corporation (the "Corporation"), acting pursuant to Article II, Section 11 of the Bylaws of the Corporation and the provisions of Section 307(b) of the California Corporations Code, hereby adopts, confirms and ratifies the following resolutions of said Director by unanimous written consent effective as of July 1, 2003, which shall have the same force and effect as if unanimously adopted at a duly convened meeting of the Directors of the Corporation.

WHEREAS, the Corporation serves as the general partner of each of 1717 US Highway 98 E., L.P., a California limited partnership, and 6510 Foothill Blvd., L.P., a California limited partnership (collectively, the "Limited Partnerships");

WHEREAS, due to their real property holdings in the State of Florida, the Limited Partnerships are required by the provisions of the Florida Business Coordination Act (the "Act") to qualify to transact business in the State of Florida

WHEREAS, the Act requires the general partner of a limited partnership seeking to qualify to transact business in the State of Florida to have an active qualification on file with the Florida Department of State before the limited partnership may apply for qualification;

WHEREAS, there currently exists a legal entity transacting business in the State of Florida under a name similar to that of the Corporation; and

WHEREAS, the Florida Department of State will require the Corporation to use a "dba" within the State of Florida.

H03000224108 8

H03000224108 8

NOW, THEREFORE, BE IT RESOLVED, that the Corporation apply to qualify to transact business in the State of Florida;

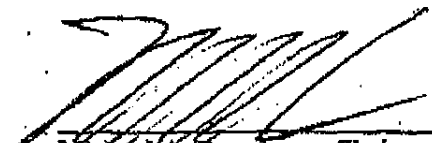
RESOLVED FURTHER, that the Corporation so apply as "dba RAM Investments - Property, Inc.;"

RESOLVED FURTHER, that the officers of the Corporation be, and they hereby are, authorized and directed to take any and all such actions, including, without limitation, the execution of documents, as may be necessary or advisable to effectuate the purposes of the foregoing resolutions; and

RESOLVED FURTHER, that the officers of this corporation are hereby authorized, directed and empowered to insert this Written Consent in the book of Minutes of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the sole Director of RAM Investments, Inc., hereby consents to and approves the foregoing actions and resolutions and has executed this Unanimous Written Consent to be effective as of the date first written above.

Dated: July 1, 2003.


Michael A. Boardman, Chairman

H03000224108 8

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.**

1. RAM Investments, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California 3. 13-1060252
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 22, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1503 Murray Avenue, El Cajon, CA 92020
(Principal office address)
1503 Murray Avenue, El Cajon, CA 92020
(Current mailing address)
8. Investment in real property
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1203 Hays Street
Tallahassee, Florida 32302
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service CompanyBrian Courtney
Asst. V. Pres.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

H03000224108 8

H03000224108 8

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael A. BoardmanAddress: 1503 Murray Avenue, El Cajon, CA 92020

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Michael A. BoardmanAddress: 1503 Murray Avenue, El Cajon, CA 92020

Vice President: _____

Address: _____

Secretary: Michael A. BoardmanAddress: 1503 Murray Avenue, El Cajon, CA 92020Treasurer: Michael A. BoardmanAddress: 1503 Murray Avenue, El Cajon, CA 92020NOTE: ~~If necessary~~, you may attach an addendum to the application listing additional officers and/or directors.13. 

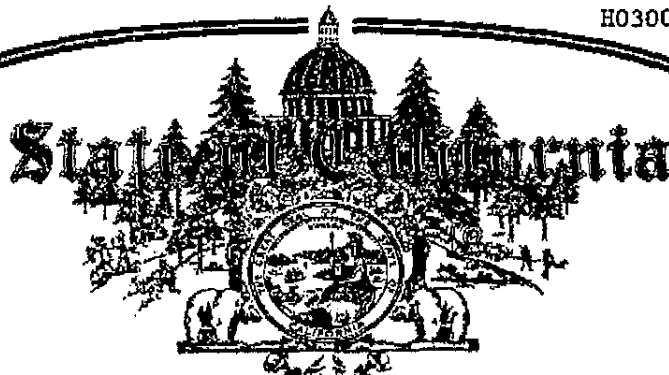
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael A. Boardman, President

(Typed or printed name and capacity of person signing application)

H03000224108 8

H03000224108 8



**SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **22ND** day of **MAY, 2003**, **RAM INVESTMENTS, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of **June 30, 2003**.

Kevin Shelley
KEVIN SHELLEY
Secretary of State