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

From: AMY J. PATTERSON  
Account Name : CNL FINANCIAL GROUP, INC.  
Account Number : 113615003626  
Phone : (407) 650-1000  
Fax Number : (407) 540-2699

FOREIGN PROFIT QUALIFICATION

Millennium Settlements, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
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DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

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

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Millennium Settlements, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")  
millennium Capital Settlements, Inc.  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. Applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 20, 2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 450 S. Orange Avenue, Orlando, FL 32801-3336  
(Principal office address)  
P.O. Box 4920, Orlando, FL 32802-4920  
(Current mailing address)
8. Life Insurance Agency  
(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 NOT acceptable)  
Name: Linda A. Scarcelli  
Office Address: 450 S. Orange Avenue  
Orlando, Florida                       
(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.

  
(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.

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

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: James M. Seneff, Jr.

Address: 450 S. Orange Avenue

Orlando, FL 32801-3336

Director: Tracy G. Schmidt

Address: 450 S. Orange Avenue

Orlando, FL 32801-3336

**B. OFFICERS**

President: Tracy G. Schmidt

Address: 450 S. Orange Avenue

Orlando, FL 32801-3336

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

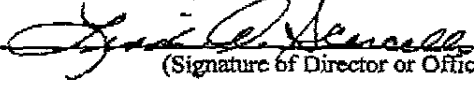
Secretary: Linda A. Scarcelli

Address: 450 S. Orange Avenue, Orlando, FL 32801-3336

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Director or Officer listed in number 12 of the application)

14. Linda A. Scarcelli, Secretary  
(Typed or printed name and capacity of person signing application)

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10/22/2004

Officers' and Directors' Addresses

Millennium Settlements, Inc.

<u>Name</u>	<u>Title</u>	<u>Business</u>
Chris Diamantis	Director	3500 Financial Plaza Suite 400 Tallahassee, FL 32312
Linda A. Scarcelli	Secretary	450 S. Orange Avenue Orlando, FL 32801
Tracy G. Schmidt	Director	450 S. Orange Avenue Orlando, FL 32801-3336
	President	
James M. Seneff, Jr.	Director	450 S. Orange Avenue Orlando, FL 32801

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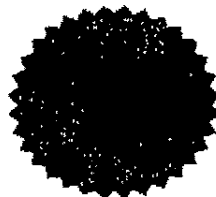
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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MILLENNIUM SETTLEMENTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF OCTOBER, A.D. 2004.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3870050 8300

AUTHENTICATION: 3422566

040757071

DATE: 10-20-04