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COVER LETTER

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TO: New Filing Section
Division of Corporations

SUBJECT: Biltmore Investments LTD. Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Walter T. McGee
(Name of Person)

Biltmore Investments, LTD. (Incorporated)
(Firm/Company)

PO Box 745
(Address)

Hendersonville, NC 28793
(City/State and Zip code)

For further information concerning this matter, please call:

T. Scott Tufts at (407) 647-8886
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy



T. SCOTT TUFTS, ESQ.
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Maitland, Florida 32751

Telephone: 407.647.8886
Facsimile: 407.641.8082
www.tuftslawfirm.com

January 31, 2008

Via Federal Express

Division of Corporations
Koger Executive Center
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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ATTENTION: MARY ANN DICKEY

Re: Biltmore Investments, Ltd., North Carolina Corporation
Protective Application by Foreign Corporation for Authorization to
Transaction Business in Florida

The enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida is filed on a protective basis, such that Biltmore Investments, Ltd., by and through a written contract executed on or about September 7, 2007, wishes to defend or seek protection against any allegation that it was transacting business in the State of Florida pursuant to Florida Statutes Sections 607.1501 and 1502 in order by which to commence and maintain and pursue litigation in this State.

This letter is submitted in due regard and in good faith the by the undersigned counsel. The filing fee, in the form of a check payable to the Florida Department of State, in the amount of \$87.50, with its request for a promptly issued Certificate of Status & Certified Copy, is included in this package.

Respectfully submitted,

T. Scott Tufts, Esq.
For the Firm

Attached and Referenced:

Application by Foreign Corporation for Authorization to Transact Business in Florida
(Protective Filing)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

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

1. Biltmore Investments LTD, Incorporated
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NORTH CAROLINA 3. 56-156-9068
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 26TH, MAY 1987 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. ON OR ABOUT SEPT 7TH, 2007 *
PROTECTIVE FILING (Date first transacted business in Florida, if prior to registration) *see attached
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 130 BENT TREE DR. (D2) Hendersonville NC 28739
(Principal office address)

PO Box 745, Hendersonville, NC 28793
(Current mailing address)

8. Transact Real Estate Investments
(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: T. Scott Tufts

Office Address: 159 Lookout Place, Suite 202
Maitland, Florida 32751
(City) (Zip code)

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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.

[Handwritten Signature]
(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:

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A. DIRECTORS

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Chairman: Walter T. McGee

Address: PO Box 745

Hendersonville, NC 28793

Vice Chairman: None

Address: _____

Director: Ryan Parrish McGee

Address: 47 Craftsman Circle

Asheville, NC 28805

Director: Marsha Hammec

Address: 1901 Kanuga Rd.

Hendersonville, NC 28739

B. OFFICERS

President: Walter T. McGee

Address: PO Box 745

Hendersonville, NC 28793

Vice President: Ryan Parrish McGee

Address: 47 Craftsman, Circle

Asheville, NC 28805

Secretary: Marsha Hammec

Address: 1901 Kanuga Rd Hendersonville, NC 28739

Treasurer: Ryan Parrish McGee

Address: 47 Craftsman Circle, Asheville, NC 28805

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

13. Walter T. McGee

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

14. WALTER T. MCGEE, President

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



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

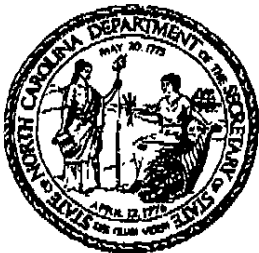
I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

BILTMORE INVESTMENTS, LTD.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 26th day of May, 1987, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 31st day of January, 2008

Elaine F. Marshall

Secretary of State