F96000001240

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Merrill Real Estate Services, Inc.
(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:

John L. Carrosino
(Name of Person)

Merrill Real Estate Services, Inc.
(Firm/Company)

95 South Jackson, Suite 300
(Address)

Seattle, WA 98104
(City, State and Zip Code)

500001738365
-03/11/96--01068--020
*****96.25 *****96.25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 12 AM 8:35

Should you need to call someone concerning this matter, please call:

John Carrosino at (206) 224-6373 197 .
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. Merrill Real Estate Services, Incorporated
(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. Washington
(State or country under the law of which it is incorporated)

3. 91-1602773
(FEI number, if applicable)

4. 8-17-78
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. April 1, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 95 South Jackson, Suite 300

Seattle, WA 98104
(Current mailing address)

8. Property Development & Management (Any Business lawfully allowable.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name David Ostlie

Office Address 378 Whooping Loop, Suite 1272

Altamonte Springs, **Florida**, 32701
(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 addresses of officers and/or directors. (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman Charles B. Wright III

Address 95 South Jackson, Suite 300 Seattle, WA 98104

Vice Chairman

Address

Director See attached list.

Address 95 South Jackson, Suite 300 Seattle, WA 98104

Director See attached list.

Address 95 South Jackson, Suite 300 Seattle, WA 98104

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President William D. Pettit, Jr.

Address 95 South Jackson, Suite 300 Seattle, WA 98104

Vice President John L. Carrosino

Address 95 South Jackson, Suite 300 Seattle, WA 98104

Secretary John L. Carrosino

Address same as above

Treasurer John L. Carrosino

Address same as above

NOTE: 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 John L. Carrosino
(Typed or printed name and capacity of person signing application)

Merrill Real Estate Services, Inc.

List of Directors

G. Corydon Wagner III
C. Bagley Wright
Wendy W. Weyerhaeuser
Thomas H. Meadowcroft
Charles B. Wright III
David M Weyerhaeuser
Prentice B. Wright
Merrill W. Ryman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 12 AM 8:35

STATE of WASHINGTON

SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

MERRILL REAL ESTATE SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 12 AM 8:36

I FURTHER CERTIFY that the records on file in this office show that the above named profit corporation was formed under the laws of the State of Washington and was issued a certificate of incorporation in Washington on August 17, 1978.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution has been filed, and that the corporation is duly authorized to transact business in the corporate form in the State of Washington.

THE SEAL OF THE STATE OF WASHINGTON 1889

Date: February 26, 1996

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

RALPH MUNRO

Ralph Munro, Secretary of State

H. Kramer

F96000001240

R. D. MERRILL COMPANY

SEATTLE WASHINGTON

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1 (Corporation Name) (Document #)

2 (Corporation Name) (Document #)

3 (Corporation Name) (Document #)

4 (Corporation Name) (Document #)

☐ Walk in ☐ Pick up time ______ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

N/C

VS AUG 6 1996

Examiner's Initials	

CR2E031(1/95)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 22, 1996

R.D. MERRILL COMPANY
95 S. JACKSON, SUITE 300
SEATTLE, WA 98104

SUBJECT: MERRILL REAL ESTATE SERVICES, INC.
Ref. Number: F96000001240

We have received your document for MERRILL REAL ESTATE SERVICES, INC. and your check(s) totaling $43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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 (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 696A00025580

PRESTON GATES & ELLIS
ATTORNEYS

July 19, 1990

Attn. Velma Shepard
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: The Merrill Group Inc. which will do business in Florida as Merrill Gardens Inc

Dear Ms. Shepard:

Please find enclosed for resubmission the Profit Corporation Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida for the above named corporation. Also included are a copy of the letter from your office regarding the unavailability of the corporate name The Merrill Group Inc., a Resolution of Board of Directors of The Merrill Group Inc. adopting a new corporate name in Florida and the Certificate of Existence which was returned to our office with the previously mentioned letter.

Please date stamp the copy of the application and return it to my attention in the envelope provided as soon as possible for our records.

Thank you for your attention to this matter. Please call me with any questions regarding this filing.

Sincerely,

PRESTON GATES & ELLIS

Dana Weigel

By
Dana Weigel
Paralegal

DW dw
Enclosures
[illegible]

A Partnership Including A Professional Corporation
Anchorage · Coeur d'Alene · Los Angeles · Portland · Spokane · Tacoma · Washington, D.C.
5000 Columbia Center · 701 Fifth Avenue · Seattle, Washington 98104-7078 · Phone (206) 623-7580 · Facsimile (206) 623-7022

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 MUST BE COMPLETED)

1. [illegible] Real Estate Services, Inc.
Name of corporation as it appears on the records of the Department of State

2. Washington
Incorporated under laws of

3. 3 12 96
Date authorized to do business in Florida

SECTION II

(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 3 31 96

5. The [illegible] Group Inc. [illegible]
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation
[illegible]

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

[illegible signature]
Signature

5 15 96
Date

[illegible]
Typed or printed name

Secretary
Title

STATE of WASHINGTON

SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this certificate that according to the records on file in this office,

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

THE MERRILL GROUP INC.
FORMERLY: MERRILL REAL ESTATE SERVICES, INC.

I FURTHER CERTIFY that the records on file in this office show that the above named profit corporation was formed under the laws of the State of Washington and was issued a certificate of incorporation in Washington on August 17, 1978.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution have been filed, and that the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: May 2, 1996

I have hereunto set my hand and the Seal of the State of Washington at Olympia, the State Capital

RALPH MUNRO

Ralph Munro, Secretary of State

DMN

RESOLUTION OF BOARD OF DIRECTORS

OF

THE MERRILL GROUP INC.

I, the undersigned [illegible], Secretary of The Merrill Group Inc (the "Corporation"), do hereby certify that this Resolution of the Board of Directors of the Corporation, a corporation duly organized and existing under the laws of the State of Washington, was duly adopted by unanimous written consent effective [illegible], 1996

RESOLVED that the Corporation organized and existing in the State of Washington, under the name The Merrill Group Inc. hereby adopts and resolves that it will do business in Florida as Merrill Gardens Inc

Dated June 17, 1996

John Carrosino, Secretary

E96000001240

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

FILED
96 NOV 20 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Merrill Group Inc. d/b/a Merrill Gardens Inc.
changing its name to
Merrill Group Inc d/b/a MG Associates, Inc.

( ) Profit
( ) NonProfit
( ) Limited Liability Co.
(✓) Amendment
( ) Merger

( ) Foreign
( ) Dissolution/Withdrawal
( ) Mark

( ) Limited Partnership
( ) Reinstatement
( ) Annual Report
( ) Reservation
( ) Other UCC Filing
( ) Change of R.A.
( ) Fic. Name

( ) Certified Copy
( ) Photo Copies
( ) CUS

( ) Call When Ready
■ Walk In
( ) Mail Out
( ) Call if Problem
( ) After 4:30
■ Pick Up

RECEIVED

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPIES FILE STAMPED

11-20

File 1st

N. HENDRICKS NOV 20 1996

CR2E031 (1-89)

FILED
96 NOV 20 PM 1:50
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

OF

THE MERRILL GROUP INC.
(TRANSACTING BUSINESS IN FLORIDA AS: MERRILL GARDENS INC.)

I, the undersigned John Carrosino, Secretary of The Merrill Group Inc. (the "Corporation"), do hereby certify that this Resolution of the Board of Directors of the Corporation, a corporation duly organized and existing under the laws of the State of Washington, was duly adopted by unanimous written consent effective 11/1, 1996.

RESOLVED: that the Corporation organized and existing in the State of Washington, under the name The Merrill Group Inc. hereby adopts and resolves that it will do business in Florida as TMG Associates, Inc.

Dated: 11/13, 1996.

John Carrosino, Secretary

F96000001240

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

FILED

96 NOV 20 PM 1:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

The Merrill Group Inc. d/b/a TMG Associates Inc.

( ) Profit ( ) NonProfit ( ) Limited Liability Co.	( ) Amendment	( ) Merger
( ) Foreign	( ) Dissolution/Withdrawal	( ) Mark
( ) Limited Partnership ( ) Reinstatement	( ) Annual Report ( ) Reservation	( ) Other UCC filing (X) Change of R.A. ( ) Fic. Name
( ) Certified Copy	( ) Photo Copies	( ) CUS
( ) Call When Ready ( ) Walk In ( ) Mail Out	( ) Call If Problem	( ) After 4:30 ( ) Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPIES FILE STAMPED

File 2nd

11-20

N. HENDRICKS NOV 2 0 1996

CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Washington submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: The Merrill Group Inc. doing business in Florida as TMG Associates, Inc.

1b. Date of incorporation August 17, 1978 Document number

2. The name and address of the current registered agent and office:

David Ostlie, 378 Whooping Loop, Suite 1272

Altamont Springs, FL 32701

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE

11-13-96
DATE

John Carrosino, Secretary
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE BY: C T CORPORATION SYSTEM
(Registered Agent) John P. Stout Asst. Sec

DATE 11/5/96

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

CR2E045 (7-91) FILING FEE: $35.00

(TLA. - 2194 - 3/4/92)