

F99000002411



ACCOUNT NO. : 072100000032

REFERENCE : 234909 4313402

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 87.50

ORDER DATE : May 10, 1999

ORDER TIME : 10:08 AM

ORDER NO. : 234909-005

100002871311--2

CUSTOMER NO: 4313402

CUSTOMER: Simon Nadler, Esq
Shulman Rogers Gandal Pardy &
Suite 300
11921 Rockville Pike
Rockville, MD 20852

FOREIGN FILINGS

NAME: CPC LA COSTA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	<i>3/11/99</i>	<input checked="" type="checkbox"/> CERTIFIED COPY
Availability	<i>OK</i>	<input checked="" type="checkbox"/> PLAIN STAMPED COPY
Document	<i>XX</i>	<input checked="" type="checkbox"/> CERTIFICATE OF GOOD STANDING
Examiner	DCU	
Updater	DCU	
CONTACT PERSON: Tamara Odom		
Updater		
Verifier		
Acknowledgement	DCU	
W. P. Verifier	DCU	

F99000002411

FILED
99 MAY 11 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

1. CPC La Costa, 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. Maryland
(State or county under which the
law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. May 6, 1999

5. Perpetual

6. Immediately after this application for authorization is accepted.

7. c/o Shulman, Rogers, Gandal, Pordy & Ecker, P.A.

11921 Rockville Pike, Third Floor, Rockville, Maryland 20852
(Current mailing address)

8. Act as manager of CrossWater La Costa, LLC, a Florida limited liability company
(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: 1201 Hays Street

Tallahassee, Florida, 32301
(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.*

Nehorah R. Skipper as 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.

FILED
99 MAY 11 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and address of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Chairman: Bruce M. Arinaga

Address: CPC La Costa, Inc., c/o Shulman, Rogers, Gandal, Pordy & Ecker, P.A.

11921 Rockville Pike, Third Floor, Rockville, Maryland 20852

Director: Andrew Weiss

Address: CPC La Costa, Inc., c/o Shulman, Rogers, Gandal, Pordy & Ecker, P.A.

11921 Rockville Pike, Third Floor, Rockville, Maryland 20852

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

President: Andrew Weiss

Address: c/o Shulman, Rogers, Gandal, Pordy & Ecker, P.A.

11921 Rockville Pike, Third Floor, Rockville, Maryland 20852

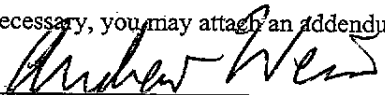
Secretary: Bruce M. Arinaga

Address: 11921 Rockville Pike, Third Floor, Rockville, Maryland 20852

Treasurer: Andrew Weiss

Address: 11921 Rockville Pike, Third Floor, Rockville, Maryland 20852

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. Andrew Weiss, President
(Typed or printed name and capacity of person signing application)

FILED
99 MAY 11 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

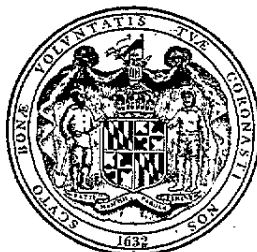
I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE, RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT CPC LA COSTA, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION AT THE TIME OF THIS CERTIFICATE IS IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MAY, 11, 1999.

Paul B. Anderson

Paul B. Anderson
Charter Division



FILED
99 MAY 11 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA