

LEONARD SMITH, P.L.

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Leonard Smith*

LLM Tax

November 22, 1999

Michael Raiken

Attorney at Law

Cindy Gash

Administrator

State of Florida
Division of Corporations
P.O. Box 6327

Tallahassee, Florida 32314

Dana Basel

Legal Assistant

Re: Osceola Bay Development, L.L.C.

TITLE DIVISION

Dear Sir/Madam:

Enclosed for the above-referenced entity are the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent; and
3. Check in the amount of \$125 covering your filing fees.

Thank you.

Sincerely,

Thuan Basel

Dana M. Basel
Legal Assistant
LEONARD SMITH, P.L.

ldb
Enclosure

FILED
99 DEC 30 AM 9:19
FBI - ALABAMA

***Admitted to Practice in Florida & California**



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 3, 1999

DANA M. BASEL
LEONARD SMITH PL
901 CHESTNUT ST SUITE C
CLEARWATER, FL 33756

SUBJECT: OSCEOLA BAY DEVELOPMENT, L.L.C.
Ref. Number: W99000027603

We have received your document for OSCEOLA BAY DEVELOPMENT, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include the period of duration, which may be perpetual.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 199A00057101

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SHAWN LOGAN
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. OSCEOLA BAY DEVELOPMENT, L.L.C.
(Name of foreign limited liability company)

2. NEVADA
(Jurisdiction under the law of which foreign limited liability company is organized)

3. APPLIED FOR
(FEI number, if applicable)

4. November 4, 1999
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. November 4, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 100 Pierce Street, Suite 1101
Clearwater, Florida 33755
(Street address of principal office)

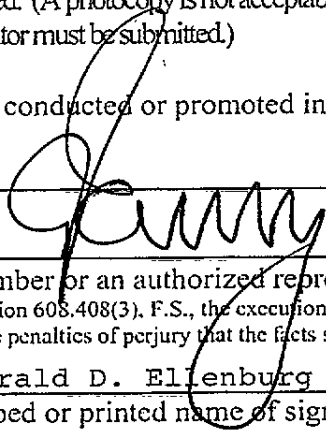
8. If limited liability company is a manager-managed company, check here ☒

9. The usual business addresses of the managing members or managers are as follows:

Gerald Ellenburg
100 Pierce Street
Suite 1101
Clearwater, Florida 33755

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Real Estate


Signature of a member or an authorized representative of a member
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gerald D. Ellenburg

Typed or printed name of signee

RECEIVED
FLORIDA
DEPARTMENT OF
REVENUE

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

OSCEOLA BAY DEVELOPMENT, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Gerald D. Ellenburg

(Name)

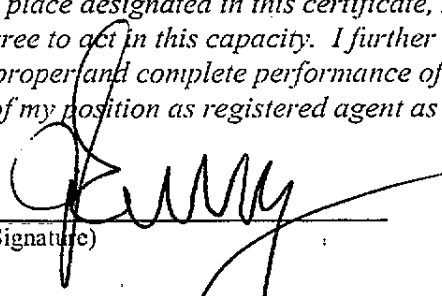
100 Pierce Street, Suite 1101

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Clearwater, Florida 33756
FL

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **OSCEOLA BAY DEVELOPMENT, L.L.C.**, as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 4, 1999, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on December 15, 1999.



Dean Heller

Secretary of State

By

S. J. J.

Certification Clerk