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LEONARD SMITH, P.L.

901 CHESTNUT ST., UNIT C • CLEARWATER, FL 33756  
727-442-8811 • FAX: 727-442-8611 • E-MAIL: TXSTRATEGY@AOL.COM

Leonard Smith\*  
LLM Tax

November 22, 1999

Michael Raiken  
Attorney at Law

Cindy Gash  
Administrator  
Legal Assistant

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dana Basel  
Legal Assistant

Re: Matrix Lodging, L.L.C.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 30 PM 12: 10

TITLE DIVISION

Dear Sir/Madam:

Kristen Powell  
Closing Specialist

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,

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

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Enclosure

# LEONARD SMITH, P.L.

901 CHESTNUT ST., UNIT C • CLEARWATER, FL 33756  
727-442-8811 • FAX: 727-442-8611 • E-MAIL: TXSTRATEGY@AOL.COM

*Leonard Smith*  
LLM Tax

January 27, 2000

*Michael Raiken*  
Attorney at Law

*Cindy Gash*  
Administrator  
Legal Assistant

Ms. Agnes Lunt  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

*Dana Basel*  
Legal Assistant

Re: Matrix Lodging, L.L.C.

TITLE DIVISION

Dear Ms. Lunt:

*Kristen Powell*  
Closing Specialist

Enclosed is the Certificate of Existence with Status in Good Standing for the above entity. Please send confirmation that Matrix is authorized to do business in Florida.

Thank you.

Sincerely,



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

vdb  
Enclosure

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. MATRIX LODGING, L.L.C.  
(Name of foreign limited liability company)

2. NEVADA 3. APPLIED FOR  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. November 4, 1999 5. perpetual  
(Date of Organization) (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

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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

**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:

MATRIX LODGING, 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)

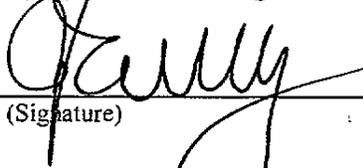
Clearwater, Florida 33756

FL

City/State/Zip

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*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) |

# 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, **MATRIX LODGING, 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 January 10, 2000.



*Dean Heller*

Secretary of State

By

*Jacqueline Wray*  
Certification Clerk