



Affordable Residential Communities

M00000000277

February 7, 2000

**VIA FEDERAL EXPRESS**

Florida Secretary of State  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-02/08/00--01079--003  
\*\*\*\*160.00 \*\*\*\*160.00

**Re: Application by ARC SPEI I, L.L.C. for authorization to transact business in Florida**

Dear Sir or Madam:

Enclosed herewith, please find the original and two conformed copies of the following items:

1. Application by a Foreign Limited Liability Company for authorization to transact business in Florida, prepared on behalf of ARC SPEI I, L.L.C. ("ARC")
2. A Certificate of Designation of Registered Agent/Registered Office for ARC.
3. A Certificate of Good Standing for ARC issued by the Secretary of State, State of Delaware.

Also enclosed with this letter is a check in the amount of \$160.00, which represents the fees for the following items: \$100.00 filing fee for Application, \$25.00 designation of Registered Agent, \$30.00 for a Certified Copy, and \$5.00 for a Certificate of Status.

Please file the above referenced items of record and return a copy stamped "filed" in the enclosed self-addressed, prepaid Federal Express envelope.

Should you have any questions or require additional information in this regard, please contact me directly at (303) 383-7540.

Sincerely,

*RA Curtis*

RA Curtis  
Paralegal

M00-277

Name	02-77
Available	
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W. P. Vetter	

**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. ARC SPEI I, L.L.C.  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 84-1370653  
(FEI number, if applicable)
4. January 2, 1997  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 555 17th Street, Suite 1600, Denver, CO 80202  
(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:

Scott D. Jackson, Manager 555 17th St., Ste. 1600, Denver, CO 80202

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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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: own and operate  
manufactured home communities

Scott L. Gossell  
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.)

Scott L. Gossell

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:

ARC SPEI I, L.L.C.

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

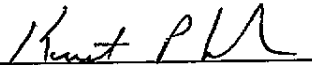
Corporation Service Company  
(Name)

1201 Hays Street  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301  
City/State/Zip

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 FEB -8 PM 1:45

*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 Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARC SPEI I, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JANUARY, A.D. 2000.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0211632

DATE: 01-21-00