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ACCOUNT NO. : 072100000032
REFERENCE : 685966 4321551
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ ~~70000~~
125.00

ORDER DATE : May 4, 2000
ORDER TIME : 9:48 AM
ORDER NO. : 685966-005
CUSTOMER NO: 4321551

500003240495--1

CUSTOMER: Ms. Cynthia Mcdaniel
Moore & Van Allen, Pllc
100 North Tryon Street
47th Floor
Charlotte, NC 28202-4003

FOREIGN FILINGS

NAME: TKC XXXVII, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED
00 MAY -5 AM 10:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

WLS/B
FILED
00 MAY -5 AM 9:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

4p

**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. TKC XXXVII, LLC
(Name of foreign limited liability company)
2. North Carolina
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. September 22, 1999
(Date of Organization)
5. December 31, 2025
(Duration: Year limited liability company will cease to exist or "perpetual")

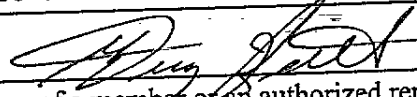
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5935 Carnegie Boulevard, Suite 200
Charlotte, North Carolina 28209
(Street address of principal office)

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

9. The name and usual business addresses of the managing members or managers are as follows:
- | | | |
|----------------------------|---|--------------|
| <u>Kenneth R. Beuley</u> | <u>5935 Carnegie Blvd., Suite 200, Charlotte NC</u> | <u>28209</u> |
| <u>Greg Keith</u> | <u>5935 Carnegie Blvd., Suite 200, Charlotte NC</u> | <u>28209</u> |
| <u>Mike Grace</u> | <u>5935 Carnegie Blvd., Suite 200, Charlotte NC</u> | <u>28209</u> |
| <u>Graeme M. Keith</u> | <u>5935 Carnegie Blvd., Suite 200, Charlotte NC</u> | <u>28209</u> |
| <u>David A. Hanby</u> | <u>5935 Carnegie Blvd., Suite 200, Charlotte NC</u> | <u>28209</u> |
| <u>Elizabeth Jagielski</u> | <u>5935 Carnegie Blvd., Suite 200, Charlotte NC</u> | <u>28209</u> |

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, develop, lease and sell real property.



 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.)
 Greg Keith

 Typed or printed name of signee

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 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

**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:

TKC XXXVII, LLC

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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TALLAHASSEE FLORIDA

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)

Carol K. Dolor, Asst. Vice-President

\$ 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 NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

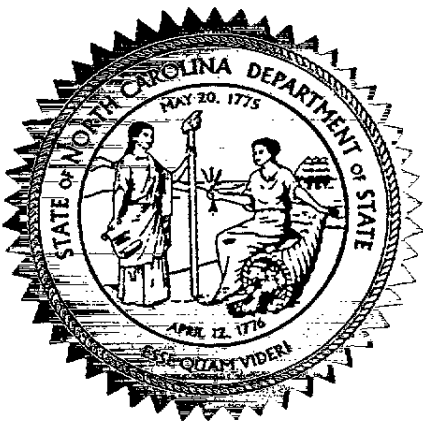
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TALLAHASSEE FLORIDA

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

TKC XXXVII, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 22nd day of September, 1999, with its period of duration ending DEC 2026.

I **FURTHER** certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 1st day of May, 2000.

Elaine F. Marshall