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CULP ELLIOTT & CARPENTER, P.L.L.C.

"A PROFESSIONAL LIMITED LIABILITY COMPANY INCLUDING A PROFESSIONAL ASSOCIATION"

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1958 - 1992

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CHARLOTTE, NORTH CAROLINA 28202  
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May 9, 2000

\* Licensed in NC  
§ Licensed in NC and FL  
§ Licensed in NC and SC  
‡ Licensed in NC, PA and NJ

**VIA FEDERAL EXPRESS**

Florida Department of State  
Registration Section  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-05/11/00--01012--006  
\*\*\*130.00 \*\*\*130.00

MUN

RE: **SGH-Cumming, LLC**

Dear Madam or Sir:

Please find enclosed the following items regarding the above-referenced limited liability company:

1. Original and one copy of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Original Designation of Registered Agent;
3. Certificate of Existence; and
4. Check for \$130.00 to cover the filing fee for the Application, Designation of Registered Agent, and Certificate of Status.

Please file the Application and return a filed stamped copy and the Certificate of Status in the **Federal Express envelope** enclosed.

Thank you for your assistance with this matter. If you have any questions, do not hesitate to call me.

Sincerely,

*Kenette A. Tyson*

Kenette A. Tyson  
Legal Secretary

Enclosures  
73893

00 MAY 11 AM 9:46  
STATE DIVISION OF CORPORATIONS

**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. SGH-Cumming, LLC  
(Name of foreign limited liability company)

2. North Carolina 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. June 7, 1999 5. December, 2049  
(Date of Organization) (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. 122 Cherokee Road  
Charlotte, North Carolina 28207  
(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:

122 Cherokee Road, Charlotte, North Carolina 28207  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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STATE  
DIVISION OF CORPORATIONS

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 development

Steven G. Harris  
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.)

Steven G. Harris, Manager/Member

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:

SGH-Cumming, LLC

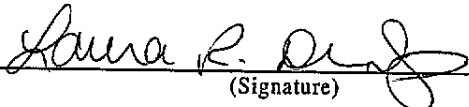
2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

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

Tallahassee, FL 32301  
City/State/Zip

*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 NORTH CAROLINA



Department of The  
Secretary of State

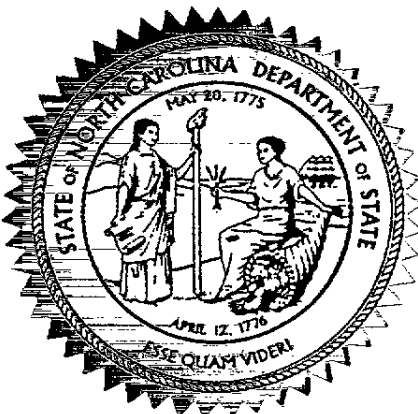
## CERTIFICATE OF EXISTENCE (Limited Liability Company)

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

**SGH-CUMMING, LLC**

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 7th day of June, 1999, with its period of duration ending DEC 2049.

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 3rd day of May, 2000.

*Elaine F. Marshall*