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HUDSON RIVER PROPERTIES, LLC

John T. Bartocci, Vice President

4115 Jasperwood Court

Colorado Springs, CO 80920

Ofc: (719) 264-9000 Fax: (719) 264-9001

**Florida Department of State
ATTN: Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314**

000003355730--7
-08/14/00--01110--020
****160.00 ****160.00

August 10th, 2000

Ref: Registration of foreign LLC to do business in Florida

Dear Florida,

Enclosed are the forms you need to register our LLC to do business in Florida, along with a check for \$160, to cover the following:

Filing fee	\$100
Designation of Registered Agent	\$ 25
Certified Copy	\$ 30
Certificate of Status	\$ 5

Thank-you for helping our company do business in Florida.

Sincerely,


John T. Bartocci, VP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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. HUDSON RIVER PROPERTIES, LLC
(Name of foreign limited liability company)
2. STATE OF NEVADA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 84-1539003
(FEI number, if applicable)
4. April 10, 2000
(Date of Organization)
5. 2050
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Signed Purchase contract 7/18/00, hope to close 8/31/00
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2533 North Carson Street c/o Laughlin Associates
Carson City, Nevada 89706-0147
(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>Susan Bartocci</u>	<u>John Bartocci</u>
<u>4115 Jasperwood Ct</u>	<u>4115 Jasperwood Ct</u>
<u>Colorado Springs, CO 80920</u>	<u>Colorado Springs, CO 80920</u>

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TALLAHASSEE, FLORIDA

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: Ownership and Rental of Apartment units.

Susan M. Bartocci, President

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.)

Susan M. Bartocci President
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:

HUDSON RIVER PROPERTIES, LLC

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

LISA DURGIN

(Name)

C/O Edwards Realty, Inc
1775 N. Atlantic Avenue

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

Cocoa Beach FL 32931

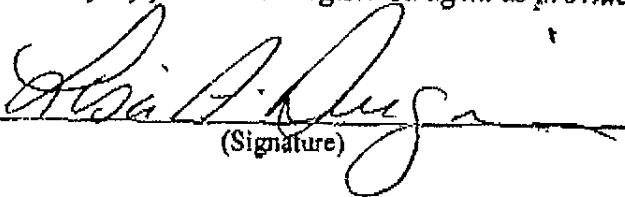
City/State/Zip

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TALLAHASSEE, FLORIDA

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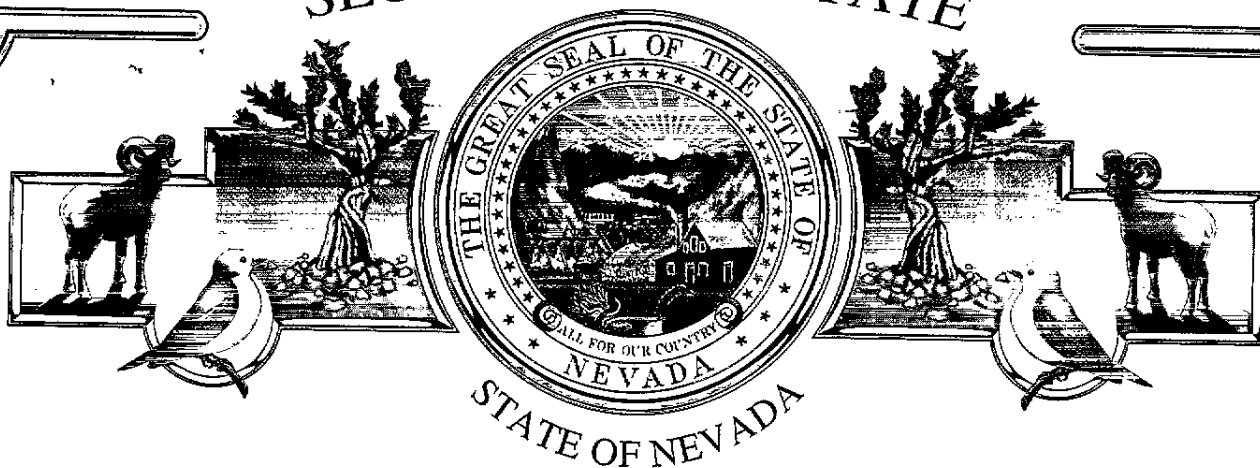
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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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, **HUDSON RIVER PROPERTIES, LLC**, 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 April 10, 2000, and is in good standing in this state.

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SECRETARY OF STATE
CARSON CITY, NEVADA

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, Carson City, Nevada, on August 1, 2000.



Dean Heller

Secretary of State

By

Laqueline Wray
Certification Clerk