

MAIL WINTHROP & WEINSTEIN 1040  
PROFESSIONAL ASSOCIATION

SHERMAN WINTHROP  
ROBERT R. WEINSTEIN  
RICHARD A. HOEL  
ROGER D. GORDON  
STEVEN C. TOUREK  
STEPHEN J. SNYDER  
MARVIN C. INGBER  
HART KULLER  
DAVID P. PEARSON  
THOMAS M. HART IV  
DARFON C. KRUTSON  
JOHN A. KNAPP  
K. CRAIG WILDEANG  
MICHELE D. VAILLANCOURT  
DAVID E. MORAN, JR.  
DONALD J. BROWN  
JON J. HOGANSON  
SANDRA J. MARTIN  
TODD F. TRINNESS  
TIMOTHY S. BARNETT

SCOTT J. DONGOSKE  
PETER J. GLECKEL  
EDWARD J. DRENTTEL  
JEFFREY R. ANSEL  
LAURIE A. KNOCKE  
LLOYD W. GROOMS  
MARK T. JOHNSON  
BROOKS F. POLEY  
THOMAS H. BOYD  
DANIEL C. BECK  
ERIC J. NYSTROM  
JOANNE L. MAITZEN  
PATRICK W. WEBER  
PAUL W. MARKWARDT  
CRAIG A. BRANDT  
JAMES W. DIERKING  
THERESE M. MARSO  
MELISSA A. GRANT  
CHRISTOPHER W. MADEL  
JEFFREY L. LECLERC

Attorneys and Counselors at Law

3200 Minnesota World Trade Center  
30 East Seventh Street  
Saint Paul, Minnesota 55101  
Telephone (651) 290-8400  
Fax (651) 292-9347

3000 Dain Rauscher Plaza  
60 South Sixth Street  
Minneapolis, Minnesota 55402  
Telephone (612) 347-0700  
Fax (612) 347-0600

atriggs@winthrop.com

THO  
SUZANNE M. SPELLACY  
TREVOR V. GUNDERSON  
JOHN C. HOLPER  
M. CATHERINE POWELL  
STEVEN E. UER  
TIFFANY A. BLOFIELD  
ANDREW D. FUGHE  
RYAN K. GRAYNE  
BETH GERSTEIN TIMM  
AUDREY L. SANISLO  
JULIE A. SILVERMAN  
LAURA A. PFEIFFER  
CRAIG S. KRUMMEN  
CELESTE J. TAYLOR  
RICHARD W. BLACK  
MARK R. FRIVRAISKY  
PHILIP R. MAHOWALD  
NORMAN L. JONES III  
KARLE E. ROBINSON

JONATHAN W. ARMOUR  
DANIEL S. SCHLECK  
JOHN C. ROMAN  
DANIEL G. CURRELL  
CHARLES J. SCHOENWETTER  
KATHLIN A. BALLETT  
ANDREW C. TRIGGS  
JOSEPH T. ROGERS  
JASON L. BROWN  
JULIE ANN FISHEL  
INGRID N. NYBERG  
DARRELL E. GRAHAM  
ANN E. WAITERS

JOSEPH S. FRIEDBERG  
of Counsel

Direct Dial  
(651) 290-8483

Reply to  
Saint Paul

November 23, 1999

Florida Secretary of State  
Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: WELSH FLORIDA, INC./DOYLE FLORIDA, INC.

Dear Sir or Madam:

Enclosed herewith for filing please find the originals and copies of an Application to Register a Foreign Limited Liability Company for Welsh Florida, LLC and an Application to file an Amendment to Application for Welsh Florida, Inc. The Amendment to Application changes the name of the foreign corporation from Welsh Florida, Inc. to Doyle Florida, Inc., thus making the name Welsh Florida, LLC available for use by the entity filing the Application to Register a Foreign Limited Liability Company. Also enclosed for filing is a Certificate of Designation of Registered Agent/Registered Office for Welsh Florida, LLC.

Two checks are enclosed. One check is to cover the filing fees for the Amendment to Application and requests for a Certified Copy and Certificate of Status, and the other check is to cover the filing fees for the Application to Register a Foreign Limited Liability Company, Designation of Registered Agent, and requests for a Certified Copy and Certificate of Status. Please provide me with written confirmation of the filing of these documents at the address noted above as soon as possible. To expedite the process, please feel free to use the enclosed self-addressed FedEx mailing envelopes.

100004213341--2  
-11/24/99--01072--009  
\*\*\*\*160.00 \*\*\*\*160.00

99 NOV 24 11 32 AM '99  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
11/30

---

Due to a clerical error on the part of this office, WELSH FLORIDA, LLC, a Delaware limited liability company, was erroneously assigned a Florida limited liability company document/registration number – L99000008210.

This error was noted on May 9, 2001, and the Delaware limited liability company was reassigned a foreign limited liability company document/registration number – M01000001040.

Brenda Tadlock

Sr. Section Administrator

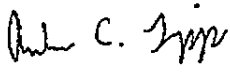
Registration Section

Florida Secretary of State  
November 23, 1999  
Page 2

If you have any questions regarding the filing of these documents, please contact me at 651-290-8483. Thank you for your attention to this matter.

Very truly yours,

WINTHROP & WEINSTINE, P.A.

By -   
Andrew C. Triggs

Enclosures  
STP1: 515792-1 (3339-148)  
cc: Mark Johnson

FILED  
99 NOV 24 PM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, 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. Welsh Florida, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 13-4083345  
(FEI number, if applicable)
4. October 19, 1999  
(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. c/o Investcorp, 280 Park Avenue, 37 West  
New York, NY 10017  
(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:

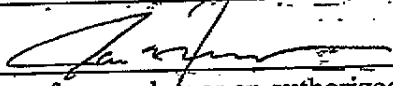
c/o Investcorp, 280 Park Avenue, 37 West

New York, NY 10017

FILED  
99 NOV 24 PM 9:13  
SECRETARY OF STATE  
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: The provision of  
comprehensive real estate services.

  
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.)

John B. Fraser  
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:

Welsh Florida, 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

FILED  
99 NOV 24 PM 9:13  
SECRETARY OF STATE  
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)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WELSH FLORIDA, LLC" 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-SECOND DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
99 NOV 24 PM 9:13  
SECRETARY OF STATE  
DELAWARE



*Edward J. Freel*

Edward J. Freel, Secretary of State

3113536 8300

991499394

AUTHENTICATION:

DATE:

0097169

11-22-99