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May 23, 2001

VIA FEDERAL EXPRESS

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

000004316010-- O -05/24/01--01101--008 ****125.00 ****125.00

Re:

McDonald Industrial XIV, LLC

Dear Sir or Madam:

Enclosed are the following documents that we are submitting on behalf of McDonald Industrial XIV, LLC (the "Company"):

- 1. One (1) original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida:
- One (1) original Certificate of Existence for the Company from the Georgia 2. Secretary of State; and
- 3. One (1) original Certificate of Designation of Registered Agent/Registered Office (the "Certificate of Designation").

Also enclosed are a check payable to your office in the amount of One Hundred Twenty-Five and No/100 Dollars (\$125.00) to cover the applicable filing fee and a self-addressed Federal Express envelope for return of the documents to us once they have been filed.

If you have any questions, please call me directly at 404-420-4315. This matter is extremely urgent; anything you can do to expedite the filing would be greatly appreciated. Thank you in advance for your assistance.

Sincerely,

Cindy J. Higgi

Legal Assistant

Mr. John R. McDonald (w/o encls. via facsimile) David N. Heaton, Esq.

{147852.1} 001826-00032

:cjh Enclosures

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. McDonald Industrial XIV, LLC (Name of foreign limited liability company)	
(Name of foreign filmited flaolity company)	
2. Georgia 3. <u>- 58-2488094</u>	
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)	
company is organized)	
4. August 13, 1999 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to	
exist or "perpetual")	77
6. On or after date of issuance of Florida Certificate of Authorization (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	Π
7. 3715 Northside Parkway, Suite 650	
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 7. 3715 Northside Parkway, Suite 650 Atlanta, Georgia 30327	-
Atlanta, Georgia 30327	
(Street address of principal office)	
(Succe audioss of principal office)	
8. If limited liability company is a manager-managed company, check here	
5. If infinited flability company is a manager-managed company, check here	
9. The name and usual business addresses of the managing members or managers are as follows:	
9. The hame and usual business addresses of the managing members of managers are as follows.	
Manager Manhaus Talan D. MaDanal d	
Managing Member: John R. McDonald	÷
McDonald Development Company	
3715 Northside Parkway, Suite 650	
Atlanta, Georgia 30327	
1101011007, 0492920 0400	
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of rec	vorde ir
the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a	~1 COO 11
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,	
development, leasing and disposition of real proprety and improvements	
(1) 20/1 to 11.	
Mend floting, authorized regress from	
Signature of a member of an authorized representative of a member.	
(In accordance with section 603.408(3), F.S., the execution of this document constitutes	
an affirmation under the penalties of perjury that the facts stated herein are true.)	
David N. Heaton, Esq., as attorney and authorized	
Typed or printed name of signee	
representative for purposes of this Application	

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 n	ame of the Limited Liability Company is:	
Mo	cDonald Industrial XIV, LLC	7 .3
2. The n	name and the Florida street address of the registered agent and office are:	
	CT Corporation System (Name)	· · · · · · · · · · · · · · · · ·
	(Name)	
	1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)	•
	Plantation, FL 33324 City/State/Zip	
liability registere statutes	been named as registered agent and to accept service of process for the above stated limited company at the place designated in this certificate, I hereby accept the appointment as a compared agent and agree to act in this capacity. I further agree to comply with the provisions of a relating to the proper and complete performance of my duties, and I am familiar with and the obligations of my position as registered agent as provided for in Chapter 608, FSCO	
	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

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

: 010860979 DOCKET NUMBER CONTROL NUMBER DATE INC/AUTH/FILED: 08/137 JURISDICTION

PRINT DATE

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: 03/277

: 211

PARKER HUDSON RAINER & DOBBS BONNIE M. MUSCHETT 285 P'TREE CNTR AVE 1500 MARQUIS TWO TWR 30303 ATLANTA, GA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

MCDONALD INDUSTRIAL XIV, LLC A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the abovenamed entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox Secretary of State