"ÇAPİTAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • Signature

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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.	VILLAS AT SOUTHERN DUNES LLC (Name of foreign limited liability company.)		
2.	OHIO (Jurisdiction under the law of which foreign limited liability company is organized)	3.	31-1775643 (FEI number, if applicable)
4.	MAY 15, 2001 (Date of organization)	5	PERPETUAL (Duration: Year limited liability company will cease to exist, or
6.	<u>UPON QUALIFICATION</u> (Date first transacted business in Florida.) (SEE SECTIONS 6	08.501, 6	"perpetual") 08.502 and 817.155, F.S.)
7.	1105 Schrock Road, Suite 206 Columbus, OH 43229 (Principal office address)		
^	Y01* * * * * * * * * * * * * * * * * * *		

- 8. If limited liability company is a manager-managed company, check here. X
- 9. The name and usual business addresses of the managing members or managers are as follows:

MAS-VSD, INC. 1105 Schrock Road, Suite 206 Columbus, OH 43229

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Nature of business or purposes to be conducted or promoted in Florida: Engage in any lawful act or activity.

(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.)

Elise K. Winters

(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:

VILLAS AT SOUTHERN DUNES LLC

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

Elise K. Winters
Elise K. Winters, P.A.
600 Cleveland Street, Suite 940
Clearwater, FL 33755

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. Ifurther 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)

FILED

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SECRETARY OF STATE
TALLAHASSE F. STATE

UNITED STATES OF AMERICA STATE OF OHIO, OFFICE OF THE SECRETARY OF STATE.

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show VILLAS AT SOUTHERN DUNES LLC., an Ohio Limited Liability Company, Registration No. 1228863, was registered on May 15, 2001, and is currently in FULL FORCE AND EFFECT upon the records of this office.

WITNESS my hand and official seal

enneth Blackwell

at Columbus, Ohio on

May 25, 2001

CRETARY OF THE PROPERTY OF THE

J. Kenneth Blackwell Secretary of State OLMAY 31 PM 4: 20
SECRETARY OF STATE
TALLAHASSEF ELOBIRA