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ATTORNEYS

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6 July 2001

*Mo/000001565*

Florida Department of State  
Registration Division  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Jo Ann Lafayette Holdings II LLC

To Whom It May Concern:

~~100004471350-1~~  
~~07/12/01-01051-006~~  
~~\*\*\*\*125.00 \*\*\*\*125.00~~  
000004471350-1  
-07/12/01-01051-006  
\*\*\*\*125.00 \*\*\*\*125.00

I am the authorized representative of Jo Ann Lafayette, a member of Jo Ann Lafayette Holdings II LLC. I have enclosed the following for filing:

Application to Register a Foreign Limited Liability Company  
Certificate of Designation of Registered Agent  
Certificate of Good Standing  
Check for \$125.00

Please send the letter of acknowledgment to me at the above address.

I appreciate your consideration in this matter.

Sincerely,

*John W. O'Donnell*

John W. O'Donnell

enclosures

c: Jo Ann Lafayette

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2001 JUL 12 PM 1:41  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*SL*

**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. JO ANN LAFAYETTE HOLDINGS II LLC  
(Name of foreign limited liability company)
2. Vermont  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for  
(FEI number, if applicable)
4. April 12, 2001  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. July 1, 2001  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1320 Rosco Drive  
Kissimmee, FL 34741  
(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:

Jo Ann Lafayette, 270 Shelburne Road, Burlington, VT 05401

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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  
management of rental properties

John W. O'Donnell  
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 W. O'DONNELL

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:

JO ANN LAFAYETTE HOLDINGS II LLC

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

Jean Hess

(Name)

1320 Rosco Drive

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

Kissimmee

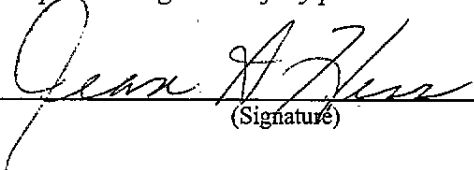
FL

City/State/Zip

34741  
34741

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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) |



STATE OF VERMONT  
OFFICE OF SECRETARY OF STATE

*Certificate of Good Standing*

*I, Deborah L. Markowitz, Secretary of State of the State of Vermont, do hereby certify that according to the records of this office*

**JO ANN LAFAYETTE HOLDINGS II LLC**

*a limited liability company formed under the laws of the State of Vermont*

*was filed for record in this office on April 12, 2001.*

*I further certify that the company is an at will company, that its most recent annual report is on file, and that articles of termination have not been filed.*

*June 13, 2001*

*Given under my hand and the seal  
of the State of Vermont, at  
Montpelier, the State Capital*

Deborah L. Markowitz  
Secretary of State

