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ACCOUNT NO. : 072100000032

REFERENCE : 322692 7127050

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 125.00

ORDER DATE : July 16, 2001

ORDER TIME : 12:21 PM

ORDER NO. : 222692-015

CUSTOMER NO: 7127050

CUSTOMER: Mr. James S. Maloney
Thomas & Libowitz, P.a.
100 Light Street
Suite 1100
Baltimore, MD 21202-1053

300004481499--5

FOREIGN FILINGS

NAME: THORNTON/AMERICA 9600 GRAND
SANDESTIN BOULEVARD 2520 LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER:

B
1-1701

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 JUL 17 PM 1:30

TO ACKNOWLEDGE
SUFFICIENCY OF FILING

01 JUL 17 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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. Thornton/America 9600 Grand Sandestin Boulevard 2520 LLC
(Name of foreign limited liability company)
2. Maryland
(Jurisdiction under the law of which foreign limited liability company is organized)
3. N/A
(FEI number, if applicable)
4. July 3, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. N/A - Has yet to transact any business in Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Thomas Thornton, Onsite Companies, Inc.
921 Elkridge Landing Road, Linthicum, Maryland 21090
(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>Thomas Thornton</u>	01 JUL 17 PM 2 14 SECRETARY OF STATE TALLAHASSEE, FLORIDA
<u>c/o Onsite Companies, Inc.</u>	
<u>921 Elkridge Landing Road</u>	
<u>Linthicum, Maryland 21090</u>	

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: Own and rent Real Estate

Alexandria C. Clark
 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.)
Alexandria C. Clark
 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:

Thornton/America 9600 Grand Sandestin Boulevard 2520 LLC

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

<u>Corporation Service Company</u> (Name)	SECRETARY OF STATE TALLAHASSEE, FLORIDA	01 JUL 17 PM 2:14 AND FILED	
<u>1201 Hays Street</u> Florida street address (P.O. Box NOT ACCEPTABLE)			
<u>Tallahassee</u> <u>FL</u> <u>32301</u> City/State/Zip			

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 MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHTS OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT THORNTON/AMERICA 9600 GRAND SANDESTIN BOULEVARD 2520 LLC IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND, AND THAT THE LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JULY 10, 2001.

Paul B. Anderson

Paul B. Anderson
Charter Division

01 JUL 17 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

