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ACCOUNT NO. : 072100000032

REFERENCE : 226100 . 170123A

AUTHORIZATION

Patricia Pizutto

COST LIMIT : \$ 125.00

FILED
01 JUL 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 18, 2001

ORDER TIME : 10:27 AM

ORDER NO. : 226100-005

CUSTOMER NO: 170123A

CUSTOMER: Ms. Lee Shepka
Mallgren & Ferrell, P.C.
Suite 835
3600 S. Yosemite St.
Denver, CO 80237

FILED
2001 JUL 19 PM 3:47
DEPT. OF STATE
DIVISION OF FILINGS
TO ACHIEVE USE
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FOREIGN FILINGS

BK

NAME: SMI SEVILLE, LLC

000004486360--0

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young -- EXT# 1112

EXAMINER: _____

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. SMI Seville, LLC
(Name of foreign limited liability company)
2. Colorado 3. Applied
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 30, 2001 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Sevo Miller, Inc., 3600 S. Yosemite Street, 10th Floor,
Denver, CO 80237
(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:

John M. Sevo, c/o Sevo Miller, Inc., 3600 S. Yosemite St., 10th Floor, Denver, CO 80237

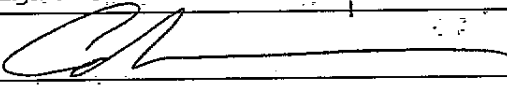
Andrew S. Miller, c/o Sevo Miller, Inc., 3600 S. Yosemite St., 10th Floor, Denver, CO 80237

David S. Frishman, c/o Sevo Miller, Inc., 3600 S. Yosemite St., 10th Floor, Denver, CO 80237

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: _____

Real estate investment and management.


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.)

Andrew S. Miller

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

01 JUL 19 PM 4:45
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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:

SMT Seville, 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)

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.

Laura R. Dunlap

**Laura R. Dunlap
as its agent**

\$ 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 COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

FILED
01 JUL 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

SMI SEVILLE, LLC
(COLORADO LIMITED LIABILITY COMPANY)

FILED
01 JUL 19 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILE # 20011088402 WAS FILED IN THIS OFFICE ON April 30, 2001
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: July 09, 2001

Donetta Davidson

SECRETARY OF STATE