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August 13, 2001

Florida Department of State
Divisions of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Re: MILLER FAMILY PROPERTIES, LLC

Dear Sir or Madam:

Enclosed please find a completed Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida. Also enclosed is a Certificate of Existence to verify the company's standing in Kentucky. Please file the application and return the copy stamped "filed", to me in the enclosed self-addressed pre-stamped envelope.

Also enclosed is a check made payable to the Florida Department of State in the amount of \$125.00 to cover the filing fee and Designation of Registered Agent fee associated with this request.

Should you have any questions or concerns regarding this matter. Please feel free to contact me.

Sincerely,

Susan T. Merrill

Susan T. Merrill
STM:eec

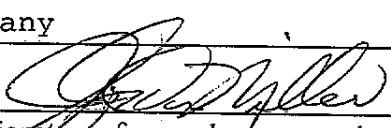
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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. Miller Family Properties, LLC
(Name of foreign limited liability company)
2. Kentucky
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. December 19, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2604 Locust Hill Place
Louisville, KY 40245
(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:
Faye B. Miller, 2604 Locust Hill Place, Louisville, KY 40245
J. Gordon Miller, 2604 Locust Hill Place, Louisville, KY 40245

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
holding company



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.)

J. Gordon Miller

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**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:

Miller Family Properties, LLC

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

J. Gordon Miller

(Name)

23704 Stoneyriver Place

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

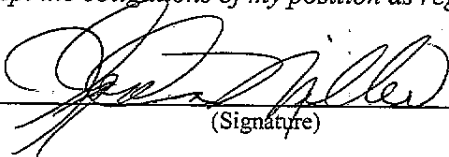
Bonita Springs

FL

34135

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)



John Y. Brown III
Secretary of State

Certificate of Existence

I, JOHN Y. BROWN III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

MILLER FAMILY PROPERTIES, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is December 19, 2000.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 6th day of August, 2001.

John Y. Brown, III

JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky
Tmorgan/0507296