

M010000002537

Triad Professional Services, LLC

November 7, 2001

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***155.00 ***155.00

Division of Corporations
Florida Department of State
409 E. Gains Street
Tallahassee, Florida 32399

Re: Margaritaville Holding Panama City Beach, LLC

Dear Sir or Madam:

Enclosed please find the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent / Registered Office;
3. Certificate of Good Standing from Delaware; and
4. check in the amount of \$155.00 made payable to the Florida Department of State.

If the enclosed documents are in proper form for filing, please issue a Certificate of Authority and return a Certified Copy to my attention in the enclosed return fed ex envelope.

Thank you for your attention to this matter.

Sincerely,

Mary Paris

Mary Baden Paris
Client Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtw

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3290 Northside Parkway, Suite 400, Atlanta, GA 30327
Tel: (678) 553-2446 Fax: (678) 553-2188

**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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. MARGARITAVILLE HOLDINGS PANAMA CITY BEACH, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Not Applicable
(FEI number, if applicable)
4. October 9, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. Suite Q-R, 256 Worth Avenue
Palm Beach FL, 33480
(Street address of principal office)

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

Suite Q-R, 256 Worth Avenue, Palm Beach FL, 33480

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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: To engage in any lawful act or
activity for which limited liability companies may be organized under the Florida Limited Liability Company Act.

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 Cohan, President

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:

MARGARITAVILLE HOLDINGS PANAMA CITY BEACH, LLC

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

John Cohan

(Name)

Suite Q-R, 256 Worth Avenue,

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

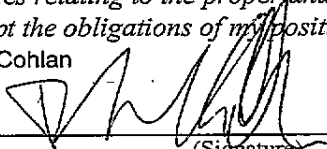
Palm Beach

FL 33480

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..

John Cohan


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARGARITAVILLE HOLDINGS PANAMA CITY BEACH, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MARGARITAVILLE HOLDINGS PANAMA CITY BEACH, LLC" WAS FORMED ON THE NINTH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1427226

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DATE: 11-05-01