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WEINSTEIN & ASSOCIATES
28 COLLIER ROAD, SUITE #12
ATLANTA, GEORGIA 30309

SIDNEY M. WEINSTEIN, ESQ.
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11/29

November 27, 2001

MJH

VIA EXPRESS MAIL

State of Florida
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700004697597--8
-11/29/01--01021--001
****125.00 ****125.00

Re: Registration of HOLLY PROPERTIES, LLC as a Foreign Limited Limited
Liability Company

Dear Sir/Madam:

Enclosed please find the following for registration of HOLLY PROPERTIES, LLC, a
Georgia limited liability company, as a foreign limited liability company in the State of Florida:

- 1) Original Application and one copy;
- 2) Original Certificate of Existence (Good Standing) - State of Georgia;
- 3) Certificate of Designation of Registered Agent; and
- 4) Check in the amount of \$125.00.

Please file HOLLY PROPERTIES, LLC as a foreign limited liability company in the
State of Florida and return a letter of acknowledgement and a file-stamped copy of the
Application to the address first above-written, in the enclosed express mail envelope. Thank you
for your prompt attention to this matter.

Very truly yours,

Sidney M. Weinstein, Esq.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Enclosures

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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. HOLLY PROPERTIES, LLC
(Name of foreign limited liability company)
2. GEORGIA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 58-24233636
(FEI number, if applicable)
4. 09/04/98
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. TO BE DECEMBER 27, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 799 VIRGINIA CIRCLE
ATLANTA, GA 30306
(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>JOHN C. WHITMORE, JR.</u>	<u>P. SCOTT BOULGIN</u>
<u>799 VIRGINIA CIRCLE</u>	<u>799 VIRGINIA CIRCLE</u>
<u>ATLANTA, GA 30306</u>	<u>ATLANTA, GA 30306</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 & LEASE

REAL PROPERTY

[Signature], ESQ.
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.)

SIDNEY M. WEIDSTEIN, ESQ.

Typed or printed name of signee
ATTORNEY FOR APPLICANT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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:

HOLLY PROPERTIES, LLC

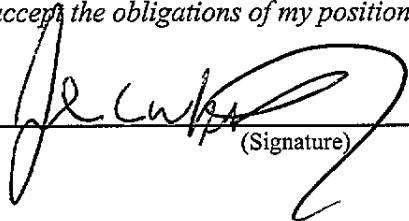
2. The name and the Florida street address of the registered agent and office are:

JOHN C. WHITMORE, JR.
(Name)

6400 S. DIXIE HIGHWAY
Florida street address (P.O. Box **NOT** ACCEPTABLE)

WEST PALM BEACH, FL 33405
(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)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : K833245
DATE INC/AUTH/FILED: 09/04/1998
JURISDICTION : GEORGIA
PRINT DATE : 11/27/2001
FORM NUMBER : 211

WEINSTEIN & ASSOCIATES
SIDNEY M. WEINSTEIN
28 COLLIER ROAD, SUITE #12
ATLANTA, GA 30309

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

HOLLY PROPERTIES, L.L.C.
A GEORGIA LIMITED LIABILITY COMPANY

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

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Cathy Cox

Cathy Cox
Secretary of State