

CT CORPORATION SYSTEM

CORPORATION(S) NAME

MO 10000002916

Banyan Estate Homes Limited LLC

0

9000047434731-1  
-12/31/01 81001-022  
\*\*\*\*125.00 \*\*\*\*125.00

- |                                                      |                                                 |                                             |
|------------------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input type="checkbox"/> Profit                      | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                   |                                                 |                                             |
| <input type="checkbox"/> Foreign                     | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|                                                      | <input type="checkbox"/> Reinstatement          |                                             |
| <input type="checkbox"/> Limited Partnership         | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input checked="" type="checkbox"/> LLC registration | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|                                                      | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy              | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready             | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In          | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                    |                                                 |                                             |

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 DEC 28 PM 4:07

APPROVE  
AND  
FILED

Name \_\_\_\_\_ 12/28/01 Order#: 5017677  
 Availability \_\_\_\_\_  
 Document \_\_\_\_\_  
 Examiner \_\_\_\_\_ Ref#: \_\_\_\_\_  
 Updater \_\_\_\_\_  
 Verifier \_\_\_\_\_  
 W.P. Verifier \_\_\_\_\_ Amount: \$ \_\_\_\_\_

RECEIVED  
01 DEC 28 PM 3:26  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

10-82-21  
B/B

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT 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. BANYAN ESTATE HOMES LIMITED LLC (Name of foreign limited liability company)
2. OHIO (Jurisdiction under the law of which foreign limited liability company is organized)
3. 31-1812072 (FEI number, if applicable)
4. NOVEMBER 20, 2001 (Date of Organization)
5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")
6. Date of filing (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 100 South Third Street Columbus, Ohio 43215 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [X]

9. The usual business addresses of the managing members or managers are as follows:

Ideal Brands Limited Partnership, Managing Member
ATTN: James A. Rutledge, President of Walkington, Inc., General Partner of Ideal Brands Limited Partnership
100 South Third Street
Columbus, Ohio 43215

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TALLAHASSEE, FLORIDA

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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: Real estate development

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.)
James A. Rutledge, Authorized Representative
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:

BANYAN ESTATE HOMES LIMITED LLC

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

Scott Bonnette

(Name)

5500 Village Blvd., Suite 200

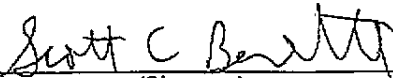
Florida street address (P.O. Box NOT ACCEPTABLE)

West Palm Beach

FL 33407

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)

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APPROVED  
AND  
FILED

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.



*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show BANYAN ESTATE HOMES LIMITED, an Ohio Limited Liability Company, Registration No. 1272755, was organized on November 20, 2001 and is currently in FULL FORCE AND EFFECT upon the records of this office.*

*WITNESS my hand and official seal  
at Columbus, Ohio on  
December 27, 2001*

*J. Kenneth Blackwell*

J. Kenneth Blackwell  
Secretary of State

01 DEC 28 PM 4:07  
SECRETARY OF STATE  
VALERIE HASSER, FLORIDA

APPROVED  
AND  
FILED

