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SMITH  
SAUER  
& DEMARIA

ATTORNEYS AT LAW

January 3, 2002

*G. Thomas Smith*  
*Board Certified*  
*Real Estate Attorney*

Secretary of State  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-01/04/02--01024--005  
\*\*\*\*130.00 \*\*\*\*130.00

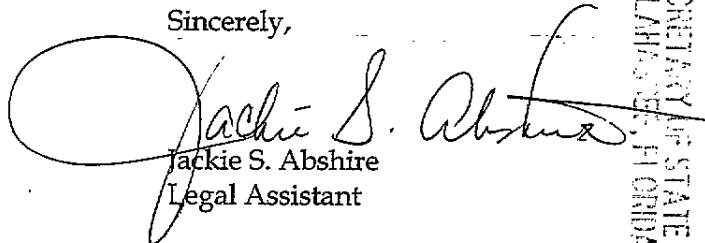
RE: The Southern Group II, L. L. C.

Dear Sir/Madam:

Enclosed please find the original and a copy of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent/Registered Office, and the State of Alabama Certificate of Existence for the above limited liability company. Also enclosed is a check in the amount of \$130.00 representing the filing fee, registered agent fee, and the certificate of status fee. Please file the original and return the copy date-stamped as soon as possible as evidence of filing together with the original Certificate of Status. We have enclosed a self-addressed envelope for your convenience.

Should you have any questions or need additional information, please do not hesitate to call.

Sincerely,

  
Jackie S. Abshire  
Legal Assistant

FILED  
02 JAN -4 PM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JSA:

Enclosures


c: Mr. Paul C. Wesch

**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. The Southern Group II, L.L.C.  
(Name of foreign limited liability company)
2. Alabama  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 63-1224147  
(FEI number, if applicable)
4. September 10, 1998  
(Date of Organization)
5. December 31, 2030  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 2002  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 41 North Beltline Highway, 3rd Floor  
Mobile, Alabama 36608  
(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>The Mitchell Company, Inc.</u>	<u>Mailing Address:</u>
<u>Colonial Bank Centro</u>	
<u>41 North Beltline Highway, 3rd Floor</u>	<u>P.O. Box 160306</u>
<u>Mobile, Alabama 36608</u>	<u>Mobile, AL 36616-1306</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: To develop  
real estate properties

  
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.)  
Paul C. Wesch

Typed or printed name of signee

FILED  
JAN -4 2002  
TALLAHASSEE  
STATE OF FLORIDA  
RECORDS & ADMINISTRATION

**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:

The Southern Group II, L.L.C.

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

Jeffery T. Sauer, Esq.

(Name)

510 East Zaragoza Street

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

Pensacola

FL

32501

(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)

Jeffery T. Sauer

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

FILED  
02 JAN -4 PM 39  
TALLAHASSEE FL  
SECRETARY OF STATE

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that The Southern Group II, L.L.C. organized in the office of the Judge of Probate of Baldwin County on September 10, 1998. I further certify that the records do not disclose that said The Southern Group II, L.L.C. has been dissolved.

FILED  
02 JAN -4 PM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

January 2, 2002

Date

A handwritten signature in cursive script that reads "Jim Bennett".

Jim Bennett

Secretary of State