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MJH

1/24

January 23, 2002

Via Fed Ex

FOR UC

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-01/24/02--01075--001
****160.00 ****160.00

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: **Applications for Authorization to Transact Business in Florida**
Our File No. 2317/21454

Gentlemen:

Enclosed are the following:

Westminster, L.L.C.

- a. Check for filing fee of \$160.00
- b. Application for LLC to Transact in FL
- c. Designation of Registered Agent
- d. Certificate of Good Standing in OK

Intervest-Villa Terrace Limited Partnership

- a. Check for filing fee of \$148.75
- b. Application for Ptnrshp. to Transact in FL
- c. Affidavit of Capital Contributions
- d. Certificate of Good Standing in OK

Please accept the enclosures for filing and return a certified copy of same, together with certificates of status, to the undersigned. Thank you for your prompt attention to this matter.

Very truly yours,

Denise Doran

Denise Doran
Secretary to Robert Murdoch

/dd
Enclosures

FILED
02 JAN 24 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Name of foreign limited liability company: **Westminster, L.L.C. an Oklahoma limited liability company**
2. Jurisdiction under the law of which foreign limited liability company is organized: **Oklahoma**
3. FEI number, if applicable: **731570914**
4. Date of Organization: **August 27, 1999**
5. Duration: Year limited liability company will cease to exist or "perpetual": **Perpetual**
6. Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.): on or about April 1, 2002.
7. Street Address of Principal Office: **15 East 5th Street, suite 2700, Tulsa, Oklahoma 74103**
8. If limited liability company is a manger-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows: **15 East 5th Street, suite 2700, Tulsa, Oklahoma 74103**
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: **Westminster, L.L.C. is the general partner of a limited partnership, which limited partnership will invest in a commercial real property located in Broward County, Florida.**


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JAN 24 PM 2:13

FILED

*Signature of a member or an authorized
representative of a member.*

By: Intervest Properties, Ltd.
an Oklahoma corporation
its sole member

By 
Dale A. Williams, President

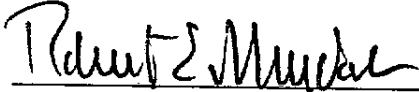
CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT / REGISTERED OFFICE

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: **Westminster, L.L.C., an Oklahoma limited liability company**
2. The name and the Florida street address of the registered agent and office are:

Robert E. Murdoch
790 East Broward Blvd., suite 400
Fort Lauderdale, FL 33301

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)

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING
DOMESTIC LIMITED LIABILITY COMPANY

I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that WESTMINSTER, L.L.C. is a limited liability company duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this
11th day of January, 2002.

Mike Hunter
Secretary of State
By: *Shanda M. [Signature]*