

MO2 00000 1239

ETOR PROPERTIES, LLC
201 West First Street
Sanford, FL 32771

April 23, 2002

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

500005360375--4
-04/26/02--01061--020
*****125.00 *****125.00

Dear Sir/Madam:

Enclosed please find the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and Certificate of Designation of Registered Agent/Registered Office. Also enclosed is a check in the amount of \$125 for the filing fee.

If you have any questions please feel free to contact me at 407-321-7004.

Sincerely,


Larry W. Nelson

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 14 PM 12:25

FILED

LWN/ds
Enclosures

MO2-1239
al



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 3, 2002

LARRY NELSON
201 WEST FIRST STREET
SANFORD, FL 32771

SUBJECT: ETOR PROPERTIES, LLC
Ref. Number: W02000012733

We have received your document for ETOR PROPERTIES, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1050.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 402A00027742

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 14 PM 12:25

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ETOR PROPERTIES LLC
201 West First Street
Sanford, FL 32771
(407) 321-7004
(407) 321-6509 Fax

May 10, 2002

Florida Department of State
Division of Corporations
Attn: Tammi Cline
P. O. Box 6327
Tallahassee, FL 32314

Re: Etor Properties LLC Application

Dear Ms. Cline:

Enclosed please find the affidavit we discussed today regarding the correction to be made to the Etor Properties LLC application. I thank you for your assistance and trust that this will resolve this matter.

However, if you have any questions please feel free to call me.

Very truly yours,

Larry W. Nelson
ds

Larry W. Nelson
Authorized Agent

LWN/ds
Enclosures

Certified Return Receipt Requested

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 14 PM 12:25

FILED

AFFIDAVIT OF LARRY W. NELSON


STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgements, appeared Larry W. Nelson, who deposes and says:


1. I am over the age of eighteen (18), and am competent to make this affidavit.
2. I am the authorized agent of Etor Properties LLC.
3. Etor Properties LLC was organized July 2, 2001.
4. Etor Properties LLC did not first transact business in Florida on July 2, 2001. Line 6 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida submitted by Etor Properties LLC was answered incorrectly. It should have been answered "once approved".
5. Etor Properties LLC did not transact business in Florida in 2001, nor as of the date of this affidavit in 2002.

Accordingly, as authorized agent for Etor Properties LLC I respectfully request that the Florida Department of State, Division of Corporations consider this affidavit an amendment to the application previously submitted and waive and/or abate the civil penalty referenced in its letter No. 402A00027742 (copy attached for reference).

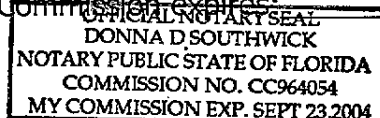
FURTHER AFFIANT SAYETH NAUGHT.


Larry W. Nelson

SWORN to and subscribed before me this 10 day of May, 2002, by Larry W. Nelson, who is personally known to me.


Notary Public, State of Florida
DONNA D. SOUTHWICK
Printed name

My Commission expires:



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 14, PM 12:25

FILED

**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. Etor Properties, LLC
(Name of foreign limited liability company)

2. Minnesota 3. 41-1566139
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. July 2, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. July 2, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 525 Lake Avenue South, Duluth, Minnesota 55802
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

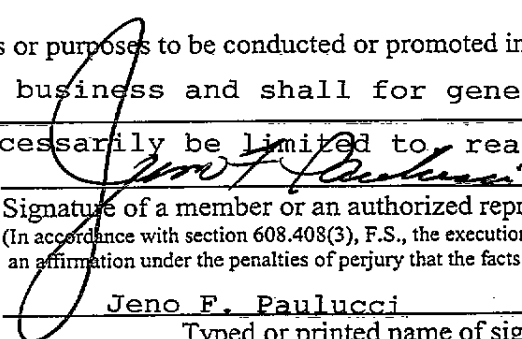
9. The name and usual business addresses of the managing members or managers are as follows

Mr. Jeno F. Paulucci, 201 W. First St., Sanford, Florida 32771

Mr. Michael J. Paulucci, 525 Lake Avenue South, Duluth, Minnesota 55802

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: The company may conduct any lawful business and shall for general business purposes include, but not necessarily be limited to, real estate management, development & investing.


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.)

Jeno F. Paulucci

Typed or printed name of signee

FILED
02 MAY 14 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

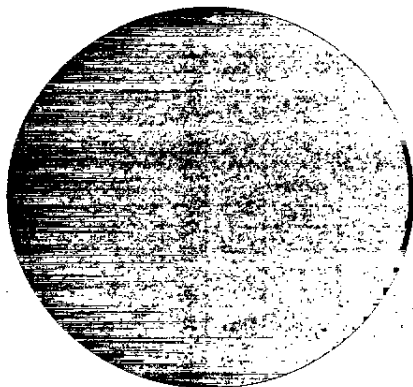
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The limited liability company listed below is a limited liability company formed or registered to do business under the laws of Minnesota; the limited liability company was formed by the filing of articles of organization or registered to do business by filing an application for a certificate of authority with the Office of the Secretary of State on the date listed below; the limited liability company is governed by Chapter 322B of Minnesota Statutes; and this limited liability company is authorized to do business as a limited liability company at the time this certificate is issued.

Name: Etor Properties, LLC

Date Formed or Registered: July 2, 2001

State of Organization: Minnesota

This certificate has been issued on April 10, 2002.



Mary Kiffmeyer
Secretary of State.

**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:

Etor Properties, LLC

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

Larry W. Nelson
(Name)

201 West First Street

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

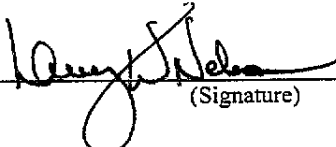
Sanford FL 32771
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 14 PM 12:25

FILED

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)