1000000000509 CT CORPORATION FILED 2002 JUN 12

CORPORATION(S) NAME		DIVISION OF CORPORATIONS
1) Panacea Property Holdings, LLC		THASSEE, FLORIDAS
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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

J. BRYAN JUN 1 2 2002

APPLICATION BY PANACEA PROPERTY HOLDINGS, LLG FO 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. The name of the foreign limited liability company is Panacea Property Holdings, LLC.
 - 2. The Company is organized under the laws of the State of Delaware.
 - 3. Its Federal Employer Identification Number is Opplied 100.
 - 4. The Company's date of organization is May 29, 2002.
 - 5. The duration of the Company is perpetual.
 - 6. The Company has not yet transacted business in the State of Florida.
- 7. The street address of the principal office of the Company is 99 Rock Landing Road, Panacea, Florida 32346.
 - 8. The Company is a member-managed limited liability company.
 - 9. The usual business address of the managing members or managers are as follows:
 - (a) Elizabeth Nichols, President and Chief Manager

99 Rock Landing Road Panacea, FL 32346

(b) J. Donald Nichols, Secretary

99 Rock Landing Road Panacea, FL 32346

- 10. Attached is an original Certificate of Existence, no more than ninety (90) days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which the Company is organized.
- 11. The nature of the business or purposes to be conducted or promoted in Florida is real estate development.

Dated this 2 day of (

PANACEA PROPERTY HOLDINGS, LLC

ELIZABETH NICHOLS, President and Chief Manager

<u>CERTIFICATE OF DESIGNATION OF</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

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. Then name of the limited liability company is Panacea Property Holdings, LLC.
- 2. The name and the Florida street address of the registered agent and office are:

CT Corporation System c/o CT Corporation System 1200 South Pine Island Road Plantation, FL 33324

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 here 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, Florida Statutes.

CT CORPORATION SYSTEM

By:

JENNIFER FAULTMAN ASSISTANT SECRETARI

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Delaware

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PANACEA PROPERTY HOLDINGS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF MAY, A.D. 2002.

FILED
2002 JUN 12 PM 1: 23
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DIVISION OF CORPORATIONS



Warriet Smith Windson, Secretary of State

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AUTHENTICATION: 1805613

DATE: 05-31-02