

M0200000/5/1

CT CORPORATION

CORPORATION(S) NAME

2) Panacea Marine Properties, LLC

FILED
02 JUN 12 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" 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		

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02 JUN 12 AM 11:09
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

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Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

6/12/02

Order#: 5379758

Ref#: _____
kf

100005763091--4
-06/12/02--01047--006
Amount: \$ ****125.00 ****125.00

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

**APPLICATION BY PANACEA MARINE PROPERTIES, LLC 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:

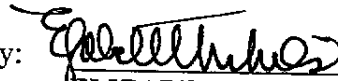
1. The name of the foreign limited liability company is Panacea Marine Properties, LLC.
2. The Company is organized under the laws of the State of Delaware.
3. Its Federal Employer Identification Number is Applied for
4. The Company's date of organization is May 29, 2002.
5. The duration of the Company 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.

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TALLAHASSEE, FLORIDA

Dated this 3rd day of June, 2002.

PANACEA MARINE PROPERTIES, LLC

By:



ELIZABETH NICHOLS, President and
Chief Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Then name of the limited liability company is Panacea Marine Properties, 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

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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 F
ASSISTANT SECRETARY**

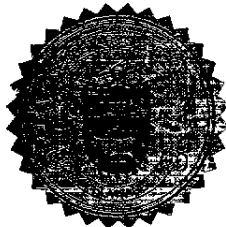
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PANACEA MARINE PROPERTIES, 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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1805645

DATE: 05-31-02