

M02000001559

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Tupelo, MS

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Tampa, FL

JEREMY F. WERFAL  
Baton Rouge Office  
werfalj@phelps.com

April 22, 2002

100005481221--8  
-05/07/02--01055--021  
\*\*\*\*\*85.00 \*\*\*\*\*85.00

12404-12

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

100005481221--8  
-06/18/02--01004--011  
\*\*\*\*100.00 \*\*\*\*75.00

Re: SP Florida LLC

M97-367

Dear Sir or Madam:

Enclosed please find the original and two (2) copies of the Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida, along with the attached certificate from the Secretary of State of Louisiana. Please record the original Application, and return two (2) certified copies to my office.

I have enclosed our firm's check for an amount not to exceed \$100.00 to cover the cost of the request. Please fill in the actual cost on the check and return an receipt to our office.

Thank you for your cooperation in this regard.

Very truly yours,

PHELPS DUNBAR LLP

Jeremy F. Werfal

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 17 PM 1:17

Enclosures

CF 125

BR:297281.1

CERT 30

CERT 5

160

FF \$25

2-0015 60

12404.0012

85



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 8, 2002

JEREMY F. WERFAL  
PHELPS DUNBAR LLP  
PO BOX 4412  
BATON ROUGE, LA 70821-0285

SUBJECT: SP FLORIDA (SAN PABLO) LLC  
Ref. Number: M97000000367

We have received your document for SP FLORIDA (SAN PABLO) LLC and your check(s) totaling \$85.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

It appears that you would like to have SP FLORIDA, LLC, a Louisiana corporation, authorized to transact business in Florida. It also appears that you would like to have the Tennessee entity SP FLORIDA (SAN PABLO), LLC withdrawn. If this is correct, you would accomplish these things by filing the two enclosed forms. The forms have instructions and filing fees attached. The \$85.00 you previously submitted will be applied to the filing fees and, if you order certificates or certified copies, to those fees.

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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 102A00028962

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DIVISION OF CORPORATIONS  
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**PHELPS DUNBAR**<sub>LLP</sub>  
COUNSELORS AT LAW

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**JEREMY F. WERFAL**  
Baton Rouge Office  
[werfalj@phelps.com](mailto:werfalj@phelps.com)

June 11, 2002

12404-12

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314  
ATTN: Lee Rivers

Re: SP Florida LLC  
Reference Number: M97000000367  
Letter Number: 102A00028962

Dear Mr. Rivers:

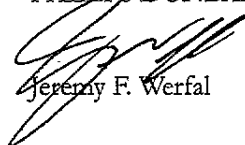
I am enclosing a copy of your letter dated May 8, 2002 regarding the above referenced matter. As per your instructions, I am submitting at this time an Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida, Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent/Registered Office, original Certificate of Existence from the Louisiana Secretary of State dated June 5, 2002 and our firm's check in the amount of \$100.00.

It is my understanding that the cost to file these documents and for a certified copy and a certificate of status totals \$185.00. We had previously submitted a check in the amount of \$85.00, which should be applied to this request.

Should you have any question, please do not hesitate to contact me.

Very truly yours,

PHELPS DUNBAR LLP



Jeremy F. Werfal

Enclosures

BR:302714.1

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02 JUN 17 2002

**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. SP Florida, LLC  
(Name of foreign limited liability company)
2. Louisiana  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 72-1379847  
(FEI number, if applicable)
4. 12/10/2001  
(Date of Organization)
5. 12/31/2050  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 4/4/2002  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 14401 Jose Veldra Blvd.  
Jacksonville, FL 32250  
(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:

Alexis V. Lewis, 8027 Jefferson Highway, Baton Rouge, LA 70809

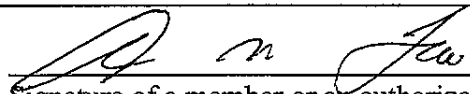
Arthur C. Lewis, III, 8027 Jefferson Highway, Baton Rouge, LA 70809

John Coleman, 6012 Johnson Chapel Road, Brentwood, TN 37027

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SECRETARY OF CORPORATIONS  
DIVISION  
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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: Apartment Complex

  
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.)

Alexis V. Lewis

Typed or printed name of signer

**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:

SP Florida LLC

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

CT Corporation System

(Name)

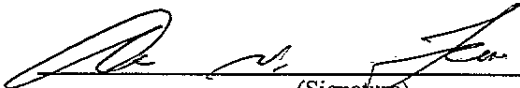
1200 S. Pine Island Road

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

Plantation, FL 33324

(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)

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

UNITED STATES OF AMERICA  
**State of Louisiana**

**Jox McKeithen**

**SECRETARY OF STATE**

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*  
the Articles of Organization of

**SP FLORIDA, LLC**

Domiciled at BATON ROUGE, LOUISIANA,

Were filed in this Office and a Certificate of Organization  
was issued on December 10, 2001,

I further certify that no Certificate of Dissolution has  
been issued.

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SECRETARY OF  
DIVISION OF CORPORATIONS  
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*In testimony whereof, I have hereunto set  
my hand and caused the Seal of my Office  
to be affixed at the City of Baton Rouge on,*

June 5, 2002

*Jox McKeithen*

BRI 35182043K

*Secretary of State*

