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Law Office of
MICHELLE M. SKOCZEK

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Building 3, Suite 232
Pompano Beach, Florida 33064

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FILED
02 JUN 24 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 19, 2002

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

10000591001--8
-06/24/02--01041-010
****130.00 ****130.00

RE: W & L Florida Apartments, LLC

AL

Dear Sir or Madam:

Please find enclosed an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. Also find enclosed check #3988 in the amount of \$130.00 for the Filing Fee (\$100.00), Designation of Registered Agent (\$25.00), and Certificate of Status (\$5.00).

Please return the Certificate of Status to this office. Thank you for your assistance in this matter.

Sincerely,



Michelle M. Skoczek

**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. W & L Florida Apartments, LLC
(Name of foreign limited liability company)

2. State of Tennessee, USA 3. 62-0897846
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. April 15, 2002 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. No business transacted to date.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 671 SW 9th Court
Pompano Beach, FL 33060
(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:
W & L Properties, LLC 3100 Staffordshire Blvd, Powell, TN 37849

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 TALLAHASSEE, FLORIDA

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: ownership and management of apartments

W B Weigel Chief Manager
 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.)

William B. Weigel Chief Manager
 Typed or printed name of signee

**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:

W & L FLORIDA APARTMENTS, LLC

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

DJK PROPERTIES, INC.

(Name)

671 SW 9th Court

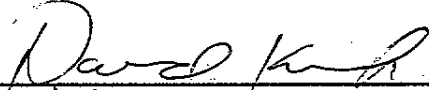
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Pompano Beach FL 33060

City/State/Zip

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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 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..



as President (Signature)
DJK Properties Inc

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

Secretary of State
Division of Business Services

312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 04/23/2002
REQUEST NUMBER: 02113611

FILE/REGISTRATION DATE: 04/15/2002
STATUS: ACTIVE
CONTROL NUMBER: 0425195
JURISDICTION: TENNESSEE

TO:
TSIO
PO BOX 330001

NASHVILLE, TN 37203

REQUESTED BY:
TSIO
PO BOX 330001

NASHVILLE, TN 37203

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"W&L FLORIDA APARTMENTS, LLC"

WAS FORMED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE
DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN THIS OFFICE ON THE
DATE(S) AS BELOW INDICATED.

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION
4475-1526	04/15/2002	LLC ORGANIZATION	NAM DUR STK PRN OFC AGT INC MAL FYC

FILED
02 JUN 24 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR: REQUEST FOR COPIES

ON DATE: 04/23/02

FROM:
TSIO
SUITE 400
1900 CHURCH STREET
NASHVILLE, TN 37203-0000

FEEES
RECEIVED: \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003069509
ACCOUNT NUMBER: 00333725



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE