

ARC

Affordable Residential Communities



MO20000002718

Affordable Residential Communities
600 Grant Street, Suite 900
Denver, CO 80203
303.291.0222 Voice
303.294.9959 Fax
303.294.0085 Legal Fax

September 19, 2002

VIA FEDEX

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Phone: 850-245-6051

Re: Application for Authority to Transact Business by a Limited Liability Company

Dear Sir or Madam:

Enclosed please find the following items:

1. Application in duplicate by a Foreign Limited Liability Company for authorization to transact business in Florida, prepared on behalf of Enspire Insurance LLC
2. A Certificate of Good Standing for Enspire Insurance LLC issued by the Secretary of State, State of Delaware.
3. A check in the amount of \$100.00 for the filing fee.

Please file the above referenced items of record and return a file-stamped copy to my attention in the enclosed pre-paid FedEx self-addressed envelope.

Should you have any questions or require additional information in this regard, please contact me directly at (303) 383-7521. Thank you for your assistance in this matter.

Sincerely,

Mary Lou Simanovich
Paralegal

Enclosures

200007901862--6
-10/15/02--01005--011
*****25.00 *****25.00

200007901862--6
-09/20/02--01076--003
*****100.00 *****100.00

FILED
OCT 15 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL

MO2-27681



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 24, 2002

MARY LOU SIMANOVICH
ARC, ATTN: LEGAL
600 GRANT STREET STE. 900
DENVER, CO 80203

SUBJECT: ENSPIRE INSURANCE LLC
Ref. Number: W02000027681

FILED
02 OCT 15 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ENSPIRE INSURANCE LLC and your check(s) totaling \$100.00. However, the document has not been filed and is being retained in this office for the following:

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$25.00.

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 202A00054159



Affordable Residential Communities
600 Grant Street, Suite 900
Denver, CO 80203
303.291.0222 Voice
303.294.9959 Fax
303.294.0085 Legal Fax

October 2, 2002

VIA FEDEX

Florida Department of State
Registration Section
Division of Corporations
ATTN: Ms. Agnes Lunt
409 E. Gaines Street
Tallahassee, FL 32399

Phone: 850-245-6094

Re: W020000276812 (Enspire Insurance LLC) and Filing Fee Check for Designation of Resident Agent

Dear Ms. Lunt:

Enclosed please find the following items:

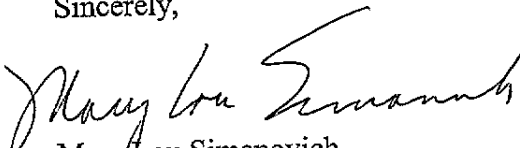
Your letter requesting correction of filing fee error amount.

A check in the amount of \$25.00 for the Designation of Resident Agent filing fee that was not included in our original filing. You previously received our check for \$100.00 for the application-filing fee.

Please file the above referenced items of record and return a file-stamped copy to my attention in the enclosed pre-paid FedEx self-addressed envelope.

Should you have any questions or require additional information in this regard, please contact me directly at (303) 383-7521. Thank you for your assistance in this matter.

Sincerely,


Mary Lou Simanovich
Paralegal

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Enspire Insurance LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. 08/29/2002
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. When authorized.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. ARC, 600 Grant Street, Suite 900, Denver, CO 80203

(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:

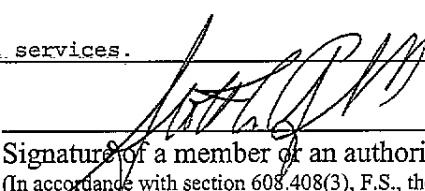
Scott D. Jackson, Manager, ARC, 600 Grant Street, Suite 900, Denver, CO 80203

Scott L. Gesell, Organizing Manager, ARC, 600 Grant Street, Suite 900, Denver, CO 80203

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: _____

Provide insurance services.


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.)

Scott L. Gesell, Organizing Manager

Typed or printed name of signee

FILED
02 OCT 15 PM 3:02
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. The name of the Limited Liability Company is:

Enspire Insurance LLC

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

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
(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)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

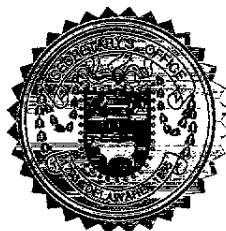
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENSPIRE INSURANCE 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 ELEVENTH DAY OF SEPTEMBER, A.D. 2002.

FILED
02 OCT 15 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3564145 8300

020567428

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1977242

DATE: 09-11-02