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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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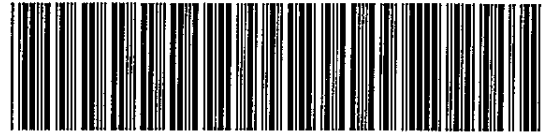
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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WOMBLE
CARLYLE
SANDRIDGE
& RICE
A PROFESSIONAL LIMITED
LIABILITY COMPANY

One Wachovia Center
Suite 3300
301 South College Street
Charlotte, NC 28202-6025
Telephone: (704) 331-4900
Fax: (704) 331-4955
Web site: www.wcsr.com

Bruce A. Buckley
Direct Dial: 704-331-4952
Direct Fax: 704-338-7856
E-mail: bbuckley@wcsr.com

December 4, 2002

Via Federal Express
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Greene Street Key West, LLC
Application by Foreign Limited Liability Company for
Authorization to Transact Business in Florida

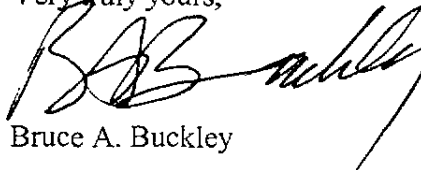
Gentlemen:

On behalf of our client, Greene Street Key West, LLC, a North Carolina limited liability company, we have enclosed the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, with Certificate of Designation of Registered Agent/Registered Office, duly signed.
2. Original Certificate of Existence issued by the North Carolina Secretary of State.
3. Our check in the amount of \$160.00 for the fee for the application filing, designation of registered agent, certified copy and certificate of status.

Please return all documentation to our attention and please give us a call if there are any questions with this request or any problem with the filing documentation.

Very truly yours,


Bruce A. Buckley

BAB:vlh
Enclosures

cc: Mr. J. Michael Gorman (w/enclosures)

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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. Greene Street Key West, LLC
(Name of foreign limited liability company)
2. North Carolina 3. (applied for)
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. November, 2002 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. December 6, 2002 (proposed)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.135, F.S.))
7. 1109 South Main Street, Landis, North Carolina 28088
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

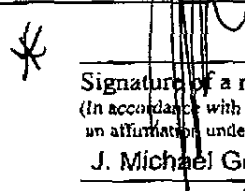
9. The name and usual business addresses of the managing members or managers are as follows:

Manager and Member:

J. Michael Gorman, 1109 South Main Street, Landis, North Carolina 28088

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: real estate investment,
acquisition, leasing and development


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.)

J. Michael Gorman, Member and Manager

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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:

Greene Street Key West, LLC

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

Waterside Corporation

(Name)

524 Front Street

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

Key West, Florida 33040

FL

(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.

Waterside Corporation

By J. Michael Gorman

(Signature)

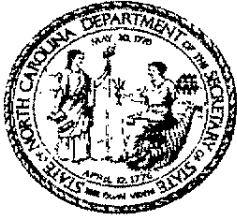
J. Michael Gorman, President

\$ 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
TALLAHASSEE, FLORIDA

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NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

GREENE STREET KEY WEST, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 21st day of November, 2002, with its period of duration ending Perpetual.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 21st day of November, 2002.

Elaine F. Marshall
Secretary of State