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(Requestor's Name)

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(Business Entity Name)

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V.P. Verifier

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12/16/02--01042--020 **125.00

12/16/02--01042--021 **35.00

RECEIVED
02 DEC 16 AM 11:17
DIVISION OF CORPORATE ACTION

02 DEC 16 PM 2:09
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

FILED

CT CORPORATION SYSTEM

December 16, 2002

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
02 DEC 16 PM 2:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 5741348 SO
Customer Reference 1: 80
Customer Reference 2: 488

Dear Secretary of State, Florida:

Please file the attached:

Royal Oaks Associates LLC (VA)
Registration
Florida

Please return a certified copy and a good standing certificate along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

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

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. Royal Oaks Associates, LLC
(Name of foreign limited liability company)

2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 54-1902111
(FEI number, if applicable)

4. 12/11/02
(Date of Organization)

5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 555 East Main Street

Norfolk, VA 23510

(Street address of principal office)

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

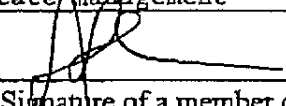
9. The name and usual business addresses of the managing members or managers are as follows:

ROFA Managing Co., LLC, 555 East Main Street, Norfolk, VA 23510

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 management


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.)

Jordan E. Slone, Manager of ROFA Managing Co., LLC,

Typed or printed name of signee

a Delaware limited liability company, its manager

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CLERK 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:

Royal Oaks Associates, LLC

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

CT Corporation System

(Name)

c/o CT Corporation, 1200 South Pine Island Road

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

Plantation, FL 33324

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

Connie Ryan

(Signature)

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

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

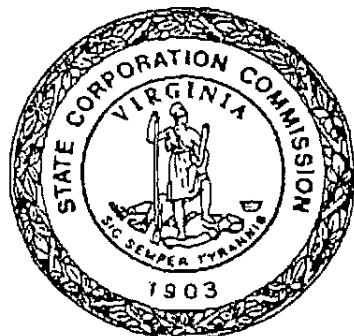
A certificate of organization was issued by the Commission to Royal Oaks Associates, LLC, a limited liability company formed under the laws of VIRGINIA, effective as of December 11, 2002.

This certificate is in effect as of this date.

Nothing more is hereby certified.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

*Signed and Sealed at Richmond on this Date:
December 13, 2002*



Joel H. Peck
Joel H. Peck, Clerk of the Commission