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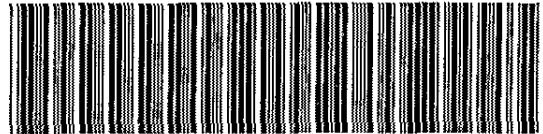
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TALLAHASSEE, FLORIDA

Helene H. Savage

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Facsimile: 804.775.3800

E-Mail: hsavage@lawmh.com



Richmond, Virginia

Arlington, Virginia

Guangzhou, China

McCandlish Holton
A PROFESSIONAL CORPORATION

January 9, 2003

VIA UPS

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

RE: Millennium Retail Partners, LLC

Dear Sir or Madam:

Please find enclosed the following documents to qualify Millennium Retail Partners, LLC in Florida:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, with duplicate copy;
2. Certificate of Designation of Registered Agent/Registered Office, with duplicate copy;
3. Certificate of Fact; and
4. Check in the amount of \$155.00 for your filing fee, designation fee and certified copy.

Please send the certified copy to me.

If you have any questions, please contact me.

Sincerely,

Helene H. Savage
Certified Legal Assistant

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. Millennium Retail Partners, LLC
(Name of foreign limited liability company)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 04-3731747
(FEI number, if applicable)
4. November 26, 2002
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 11117 Bothwell Street
Richmond, VA 23233
(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:

Benjamin B. Cummings Jr., Manager

11117 Bothwell Street

Richmond, VA 23233

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: Consulting in the
field of commercial real estate

Benjamin B. Cummings Jr.
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 oath of the translator that the facts stated herein are true.)

Benjamin B. Cummings Jr. Manager

Typed or printed name of signee

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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:

Millennium Retail Partners, LLC

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

Mark L. Keschl

(Name)

9935 NW 46th Street Suite 105

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

Miami,

FL

33178

(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.



(Signature)

Mark L. Keschl

\$ 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 Millennium Retail Partners, LLC, a limited liability company formed under the laws of VIRGINIA, effective as of November 26, 2002.

This certificate is in effect as of this date.

Nothing more is hereby certified.

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TALLAHASSEE, FLORIDA



*Signed and Sealed at Richmond on this Date:
December 3, 2002*

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