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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

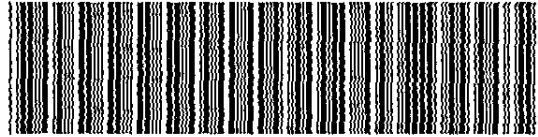
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

1/15 FOR LLC

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03 JAN 15 PM 2:36

STATE OF FLORIDA
DEPARTMENT OF REVENUE

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STATE OF FLORIDA
DEPARTMENT OF REVENUE



ACCOUNT NO. : 072100000032

REFERENCE : 894139 4730792

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 125.00

ORDER DATE : January 15, 2003

ORDER TIME : 1:03 PM

ORDER NO. : 894139-005

CUSTOMER NO: 4730792

CUSTOMER: Mr. James M. Hannifan
Gary E Martinelli And
1500 Main Street
Suite 912
Springfield, MA 011150000

FOREIGN FILINGS

NAME: ML REAL ESTATE VENTURES, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. ML Real Estate Ventures, LLC
(Name of foreign limited liability company)

2. Massachusetts 3. 04-3444147
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 30, 1998 5. Perpetual
(Date of Organization) (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. 1500 Main Street, Suite 912, Springfield, MA 01115
(Street address of principal office)

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

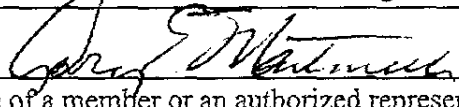
9. The name and usual business addresses of the managing members or managers are as follows:

Gary E. Martinelli, 1500 Main Street, Suite 912, Springfield, MA 01115

Eric J. Lombardi, 1601 Page Boulevard, Springfield, MA 01104

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 development of commercial real estate, and to act as Manager of Florida limited liability companies.


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.)

Gary E. Martinelli

Typed or printed name of signee

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03 JAN 15 PM 2:36
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:

ML Real Estate Ventures, LLC

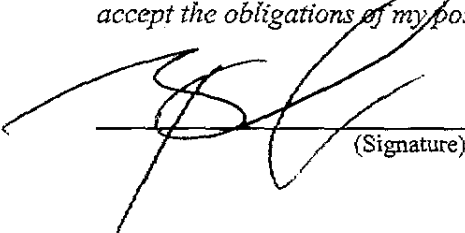
2. The name and the Florida street address of the registered agent and office are:

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.


Brian Courtney
Asst. V. Pres.

(Signature)

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



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02138

January 13, 2003

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

ML REAL ESTATE VENTURES, LLC

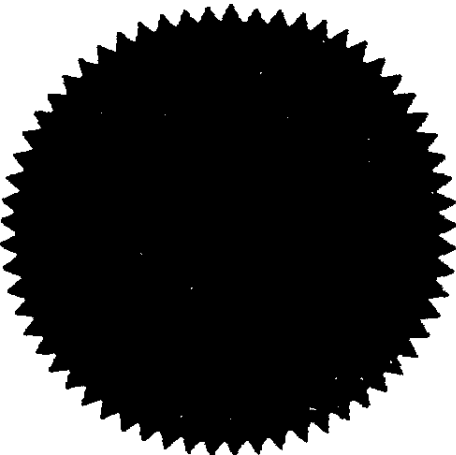
in accordance with the provisions of Massachusetts General Laws, Chapter 156C
on **OCTOBER 30, 1998.**

I also certify said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence and is in good standing with this office.

I certify that the name of all managers listed in the most recent filing are: **ERIC LOMBARDI AND GARY E. MARTINELLI**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filings are: **GARY E. MARTINELLI AND ERIC LOMBARDI**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **GARY E. MARTINELLI AND ERIC LOMBARDI**



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth