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"ALSO LICENSED IN FLORIDA OALSO LICENSED IN CALIFORNIA ""ALSO CERTIFIED PUBLIC ACCOUNTANT OOF COUNSEL PLEASE REPLY TO: OKEMOS OFFICE

2125 University Park Drive Suite 250 Okemos, Michigan 48864

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E-MAIL A
SHARON.BRUNER FOSTERZACKLOWE.COM
WRITER'S DIRECT DIAL \$ 517-706-5770

February 28, 2003

Registration Section Division of Corporations PO Box 6327 Tallahassee, FL 32314

RE: Walker Riley Management, LLC

Dear Sir or Madam:

The following documents are enclosed:

- Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- 2. Certificate of Status of Michigan limited liability company, as of February 28, 2003. Please note that Michigan issues this document via facsimile as a certified original document.
- 3. Certificate of Designation of Registered Agent/Registered Office.

Our firm check in the amount of \$125 is enclosed for the Application filing fee (\$100) and the Designation of Registered Agent filing fee (\$25).

Please contact me if you have any questions or require additional information. Thank you for your assistance.

Very truly yours,

Sharon A. Bruner

SAB/rw Enclosures

cc: Marie D. Walker

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Walker Riley Ma	nagement, LLC
	(Name of foreign limited liability company)
2. Michigan	3.
	aw of which foreign limited liability (FEI number, if applicable)
4. February 20, 200	
(Date of	Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing	exist of gerpetal y
	rst transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S. F.S.
7. 249 Hanna Roa	d E
Mason, MI 488	54 SS -
	75.
8. If limited liability of	company is a manager-managed company, check here
9. The name and usua	business addresses of the managing members or managers are as follows:
Marie D. Walke	
249 Hanna Roa	ad
Mason, MI 488	54
the jurisdiction under t	certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a licate under oath of the translator must be submitted.)
11. Nature of busines	s or purposes to be conducted or promoted in Florida: Management of real
property	
	marie D Walky
	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.)
	Marie D. Walker
	Typed or printed name of signee

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
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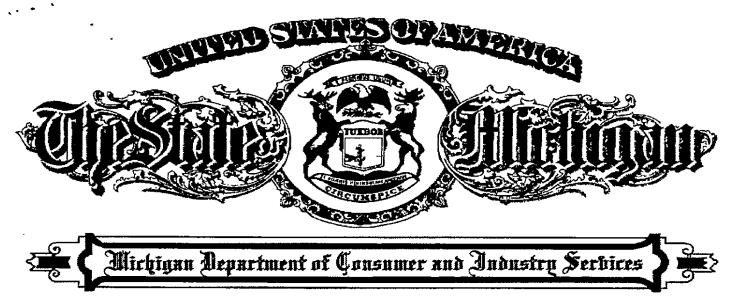
Walker Riley Management, LLC

					
2. The name	e and the Florida street ad	dress of the registered agent and office are:	03 MAR SECIALA TACELAHA		
	ResortQuest International, Inc., Attn: Stacey W. Ramdass				
	(Name)				
	7799 Styles Boule	evard	AM 9.		
	Florida str	reet address (P.O. Box NOT ACCEPTABLE)	O STATE OF THE STA	•	
	Kissimmee	F1. 34747			
	(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)



Lansing, Michigan

This is to Certify That

WALKER RILEY MANAGEMENT, LLC

a Michigan limited liability company, was formed on February 20, 2003.

I FURTHER CERTIFY that a Certificate of Dissolution has not been filed and the Articles of Organization are in full force and effect as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



Sent by Facsimile Transmission 709035

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 28th day of February, 2003.

Judice of There ____ Direct

Bureau of Commercial Services