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ACCOUNT NO. : 072100000032

XXXX QUALIFICATION (TYPE: LL)

LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER:

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: Brick Real Estate Holdings, LLC (Name of foreign limited liability company) 2 Mississippi (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 5. Perpetual 12/31/01 (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") Upon Qualification (Date first transacted business in Florida (See sections 608.501, 608.502, and 817.155, F.S.) 455 Magnolia Ending Mount Dora, FL 32757 (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: Courtney Brick - Member 455 Magnolia Ending Mount Dora, FI 32757 10. Attached is an original conflicate of existence, no more than 90 days old, duly authenticated by the official baving custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the curificate 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 Signature of a previous or an authorized representative of a member. An accordance with section 508,408(3), F.S., the execution of this document constitutes an affirmation under the penaltics of perjury that the facts stated herein are true.

Typed or printed name of signee

(po®t

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.

l. The name	of the Limited Liability C	Company is:	
Brick Real	Estate Holdings, LLC		
2. The name:	and the Florida street add	ress of the registered agent and office are:	
	Courtney Brick		
		(Name)	
	455 Magnolia Endi	ng	
	Florida stree	et address (P.O. Box NOT ACCEPTABLE)	
	Mount Dora	FL 32757	
		(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.

(Signatule)

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

04/23 '03 09:36 NO.537 03/03

State of Mississippi

Office of the Secretary of State

Eric Clark, Secretary of State Jackson, Mississippi CERTIFICATE

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such the legal custodian of the records as required by The Mississippi Limited Liability Company Act to be filed in my office do hereby certify that:

BRICK REAL ESTATE HOLDINGS, LLC

Formed December 31, 2001

A Mississippi Limited Liability Company has filed the necessary documents in this office and has obtained a certificate of formation under the provisions of The Mississippi Limited Liability Company Act as shown by the records in this office.

That the registered office of said Limited Liability Company is located at:

710 BROAD ST COLUMBIA MS 39429

and that the registered agent at that address is:

ROBERT E DONNELL III

I further certify that said Limited Liability Company has paid the fees for filing the above papers required by law as shown by the records of this office and that said Limited Liability Company is in good standing to do business in Mississippi at this time.



Given under my hand and seal of office April 23, 2003

lark

ERIC CLARK
Secretary of State