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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**SHELL BRAY AYCOCK ABEL & LIVINGSTON P.L.L.C.**

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May 15, 2003

**FEDERAL EXPRESS**

Florida Department of State  
Registration Section  
409 East Gaines Street  
Tallahassee, Florida 32399  
**Corporations Division**

- Re: Application by Foreign LLC for Authorization to Transact Business in Florida
1. Keystone Crossing Properties, LLC
  2. Thornton Keystone Crossing Properties, LLC
  3. Harbin Keystone Crossing Properties, LLC
  4. Harbin II Keystone Crossing Properties, LLC

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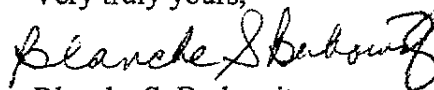
Dear Sir or Madam:

Enclosed please find four (4) of the above-noted Applications to be filed in Florida.

Please file each, and return the certified copies to me. For each, I have enclosed a check in the amount of \$155.00 in payment of the filing and certified copy fees.

Please call me if you have any questions concerning this matter. Thank you for your assistance.

Very truly yours,



Blanche S. Berkowitz  
Corporate Paralegal

/bsb

Enclosures

cc: Barbara R. Christy

**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:*

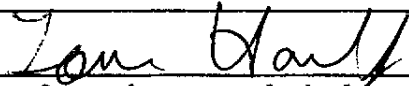
1. Harbin Keystone Crossing Properties, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. May 8, 2003  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. approximately June, 2003  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 823 N. Elm Street, # 200, Greensboro, North Carolina 27401-1539

\_\_\_\_\_  
(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:  
Thomas S. Harbin, Jr., c/o, 823 N. Elm Street, # 200, Greensboro, N. C. 27401-1539  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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: acquire, own and  
operate real property

  
\_\_\_\_\_  
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.)

Thomas S. Harbin, Jr., Manager

\_\_\_\_\_  
Typed or printed name of signee

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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:

Harbin Keystone Crossing Properties, LLC

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

Steven D. Bell & Company

(Name)

c/o Le Club @ Saga Bay, 8630 SW 212th Street

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

Miami,

FL

33189 AttnSilvia Hernandez

(City/State/Zip)

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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.*

By

Steven D. Bell & Company  
President

(Signature)

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

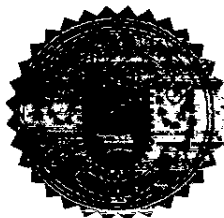
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HARBIN KEYSTONE CROSSING PROPERTIES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF MAY, A.D. 2003.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3656368 8300

AUTHENTICATION: 2407469

030300280

DATE: 05-08-03