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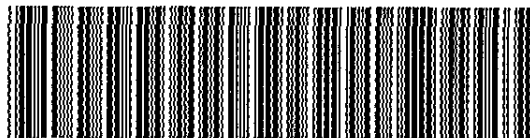
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Acknowledgement

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03 MAY 27 AM 9:43

SECRETARY OF STATE
DIVISION OF CORPORATIONS

*FF \$195
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CARLTON FIELDS, P.A.

ATTORNEYS AT LAW

215 SOUTH MONROE STREET, SUITE 500
TALLAHASSEE, FLORIDA 32301-1866

MAILING ADDRESS
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TEL (850) 224-1585 FAX (850) 222-0398

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Date: May 27, 2003	Phone Number	Fax Number
To: Brenda		418-1015
From: Kim Pullen, CLA	(850) 224-1585	(850) 222-0398

Client/Matter No.: 99998/99991

Employee No.: 323

Total Number of Pages Being Transmitted, Including Cover Sheet:

Message:

Brenda:

Attached are the documents we discussed. I would appreciate being able to get a date stamped copy of the application. Can you please have one placed in our box and I'll send someone over to pick it up? As always, thank you for all your help.

Kim

224-1585

☐ Original to follow Via Regular Mail ☐ Original will Not be Sent ☐ Original will follow via Overnight Courier

03 MAY 27 AM 9:43
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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IF THERE ARE ANY PROBLEMS OR COMPLICATIONS, PLEASE NOTIFY US IMMEDIATELY AT:
(850) 224-1585

TELECOPIER OPERATOR: _____

CARLTON FIELDS, P.A.

TAMPA ORLANDO TALLAHASSEE WEST PALM BEACH ST. PETERSBURG MIAMI

MOLTON MCEACHERN & WALKER

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5041 BAYOU BOULEVARD, SUITE 300
PENSACOLA, FLORIDA 32503

TELEPHONE (850) 989-3151
FACSIMILE (850) 969-0586

Writer's e-mail address:
swalker@pensacolalegal.com

May 20, 2003

VIA AIRBORNE EXPRESS
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Application for Foreign LLC to do business in Florida
Lion's Pride Properties, L.L.C.

Dear Sir or Madam:

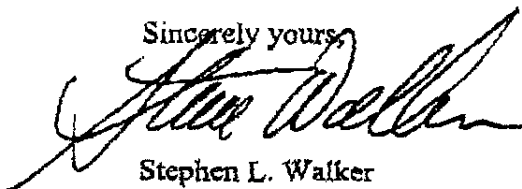
Enclosed please find:

1. Completed Application; ✓
2. Certificate of Existence (Alabama); ✓
3. Check in the amount of \$130 which represents the filing fee, registered agent fee and certificate of status; ✓
4. Return overnight delivery envelope. ✓

Please process the above request and return a stamped copy of the application, together with the certificate of status, in the enclosed return overnight delivery envelope.

Thank you for your assistance.

Sincerely yours,



Stephen L. Walker

Enclosures

cc: Shapard D. Ashley, Esq.
Mr. Scott Armstrong

**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. Lion's Pride Properties, L.L.C.
(Name of foreign limited liability company)
- ✓ 2. Alabama
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2378280
(FEI number, if applicable)
4. September 19, 2002
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Expected June, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 700 Oliver Road
Montgomery, AL 36117
(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:
Price Oil, Inc., a Florida corporation
4524 Old Plantation Place
Destin, FL 32541
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: real estate holding
entity leasing property in Florida

James Bearden
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.)

James Bearden, President of Price Oil, Inc.

Typed or printed name of signer

03 MAY 27 AM 9:43
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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:

Lion's Pride Properties, L.L.C.

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

Price Oil, Inc.

(Name)

4524 Old Plantation Place

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

Destin,

FL 32541

(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.



James Bearden, President - Price Oil, Inc.

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

03 MAY 27 AM 9:13
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that Lion's Pride Properties, L.L.C. organized in the office of the Judge of Probate of Montgomery County on September 19, 2002. I further certify that the records do not disclose that said Lion's Pride Properties, L.L.C. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 21, 2003

Date

Nancy L. Worley
Nancy L. Worley

Secretary of State