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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN - 5 2003

SEED MACKALL LLP
COUNSELLORS AT LAW

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HARRIS W. SEED, RETIRED

May 29, 2003

UPS NEXT DAY AIR

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

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2003 JUN -2 PM 3:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: La Playa Properties, LLC

Dear Sir or Madam:

Enclosed are the original and one copy of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and Certificate of Designation of Registered Agent/Registered Office for La Playa Properties, LLC, a California limited liability company. Also enclosed is an original Certificate of Status issued by the State of California and our check in the amount of \$155.00 to cover the filing, designation of registered agent and certified copy fees.

Please file the Application as soon as possible and return one certified copy to our office. A postage-paid return envelope is provided for your convenience.

If you have any questions or need additional information, please contact me.

Sincerely Yours,

SEED MACKALL LLP

By 

Janis St. Marie
Legal Assistant

Enclosures

**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. LA PLAYA PROPERTIES, LLC
(Name of foreign limited liability company)
2. CALIFORNIA 3. 55-1153468
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 02/04/2003 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease exist or "perpetual")
6. 05/09/2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 285 GOULD LANE
SANTA BARBARA, CA 93108
(Street address of principal office)

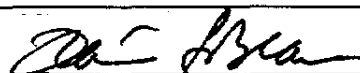
8. If limited liability company is a manager-managed company, check here ☒

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

PATRICK L. BEACH, MANAGER - 285 GOULD LANE, SANTA BARBARA, CA 93108

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
INVESTMENT


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.)
PATRICK L. BEACH, MANAGER

Typed or printed name of signee

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DAVIDSON CORPORATION'S
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:

LA PLAYA PROPERTIES, LLC

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

SCOTT J. BRYMER

(Name)

13881 MCGREGOR BOULEVARD

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

FORT MYERS, FL 33919

(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)

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2007 JUN -2 PM 3:51
UNION OF CORPORATIONS
TALLAHASSEE, FLORIDA

State of California

SECRETARY OF STATE

**CERTIFICATE OF GOOD STANDING
CALIFORNIA LIMITED LIABILITY COMPANY**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

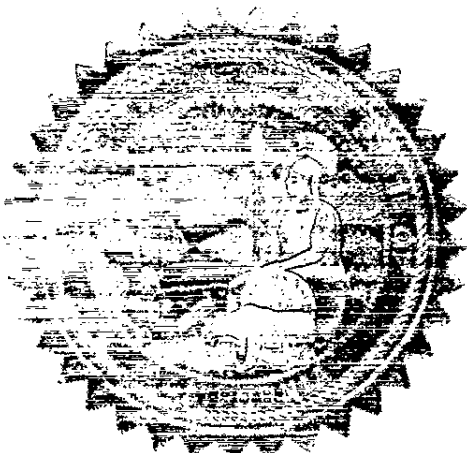
I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **4th day of February, 2003**, **LA PLAYA PROPERTIES, LLC**, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of May 14, 2003.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

gb