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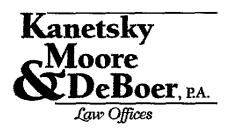
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-227 Nokomis Avenue S. Venice, Florida 34285

Tel: (941) 485-1571 Fax: (941) 484-7226

Mailing Address: Post Office Box 1767 Venice, FL 34284-1767



Murray Kanetsky
Robert L. Moore*
Robert J. DeBoer*
Erik R. Lieberman**
Sharon S. Vander Wulp
* Board Certified Real Estate
** Also admitted in Pennsylvania

July 11, 2003

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Rialto LLC

Application/Registration

Dear Sir/Madam:

Enclosed please find the following documentation in reference to the above captioned business:

- 1) Check in the amount of \$125.00 Filing Fee and Designation of Registered Agent.
- 2) Certificate of Designation of Registered Agent
- 3) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
- 4) Original Certificate of Existence

If you have any questions, please contact this office.

Very truly yours,

Margaret(Kuboteit

Assistant to Robert J. Deboer

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

IN COMPLIANCE WITH SECTION 608.508, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1_	Rialto, LLC	_
••	(Name of foreign limited liability company)	
_	Virginia 3	
2.	(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)	
4.	December 18, 2002 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")	n.
6.	(Date first transaction business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	77
7.	C/O Timothy J. Lacey, Manager, 300 Garbers Church Road, Harrisonburg, Virginia 22801	T
	(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:	
	Timothy J. Lacey, Manager, 300 Garbers Church Road, Harrisonburg, Virginia 22801	
	Timothy 0. Edocy, Mahager, 500 Carbors Ordroff (Cody, Flathsoffburg, Vilgina 2200)	
		± .
10	 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of reco 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	1. Nature of business or purposes to be conducted or promoted in Florida: Purchase/Sale/	
	Management/Leasing of commercial real estate	
	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 penaltics of perjury that the facts stated herein are true.)	

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:

Rialto, LLC		
2. The name and the Florida street address of the registered agent and office are:		
GIUSEPPE GAMBO	O3.	
(Name)	JUL 1	1
340 DOLPHIN SHORES CR. & Florida street address (P.O. Box NOT ACCEPTABLE)	EELFI FOR BEELFI	
NOKOMIS FL 34275	3: 53	J

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.

\$ 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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State Corporation Commission

I Certify the Following from the Records of the Commission:

A certificate of organization was issued by the Commission to Rialto LLC, a limited liability company formed under the laws of VIRGINIA, effective as of December 18, 2002.

This certificate is in effect as of this date.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date: June 5, 2003

Joel H. Peck, Clerk of the Commission