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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/24/03
[Signature]

LANGE, QUILL & POWERS, PLC

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JOHN E. LANGE III*
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OF COUNSEL:
KEVIN E. QUILL

*ALSO ADMITTED IN OHIO

July 16, 2003

Secretary of State
Registration Section
Divisions of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

IN RE: The Gardens at Hobe Sound, LLC

Dear Sir or Madam:

Please find enclosed herewith an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida along with Certificate of the Registered Agent and Certificate of Existence from the Kentucky Secretary of State. I am also enclosing a check in the amount of \$125.00 to cover the filing fee and the designation of a registered agent.

Please return an acknowledgment of filing for my records.

Your assistance with this matter will be appreciated.

Very truly yours,

LANGE, QUILL & POWERS, P.S.C.

John E. Lange III

JEL/dll

Enclosures

cc: Dr. Stephen T. Schuler

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:*

1. THE GARDENS AT HOBE SOUND, LLC
(Name of foreign limited liability company)

2. Commonwealth of Kentucky 3. 33-1063993
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. June 17, 2003 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. July 1, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 11325 Loftus Lane
Union, Kentucky 41091
(Street address of principal office)

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

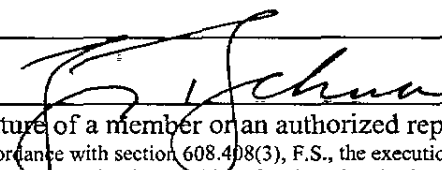
9. The name and usual business addresses of the managing members or managers are as follows:

<u>Stephen T. Schuler</u>	<u>T. Dominic Vara</u>
<u>11325 Loftus Lane</u>	<u>4521 PGA Boulevard #308</u>
<u>Union, Kentucky 41091</u>	<u>Palm Beach Gardens, Florida 33418</u>

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

Investments


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.)

Stephen T. Schuler

Typed or printed name of signee

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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:

THE GARDENS AT HOBE SOUND, LLC

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

T. DOMINIC VARA

(Name)

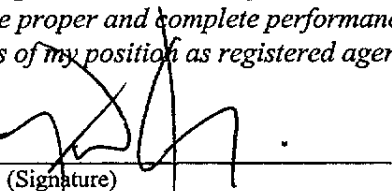
4521 PGA BOULEVARD #308

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

PALM BEACH GARDENS, FLORIDA 33418

(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)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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John Y. Brown III
Secretary of State

Certificate of Existence

I, John Y. Brown III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

THE GARDENS AT HOBE SOUND, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is June 17, 2003.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 8th day of July, 2003.



John Y. Brown, III

John Y. Brown III
Secretary of State
Commonwealth of Kentucky
Rlong/0562203