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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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COOPERATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG - 1 2003

500 Ygnacio Valley Road, Suite 350
Walnut Creek, CA 94596-3844
(925) 287-4460 Fax (925) 287-4461

ALLEN DEMPSTER
ATTORNEY AT LAW

500 Sansome Street, 8th Floor
San Francisco, CA 94111
(415) 905-6820

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

July 25, 2003

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

To whom it may concern:

Weiss Pensacola, LLC
Application by Foreign LLC for Authorization to Transact Business in Florida

Enclosed please find the following executed documents incident to the above named LLC's application for registration in Florida:

- 1) Application by Foreign LLC for Authorization to Transact Business in Florida;
- 2) Certificate of Designation of Registered Agent/Registered Office;
- 3) Delaware good standing certificate for the applicant dated July 22, 2003;
- 4) Check, in the amount of \$160.00 representing the \$100 application fee, the \$25 fee for designation of the registered agent, the \$30 fee for the certified copy of the registration and the \$5 fee for an original certificate of status.

Upon approval of this application please forward the acknowledgment, certified copy of the registration and the certificate of status letter to:

Allen Dempster
500 Ygnacio Valley Road, Suite 350
Walnut Creek, CA 94596

Phone: (925) 287-4460
Fax: (925) 287-4461
Email: Allen@DDLlp.Com

Thank you for your prompt attention to this matter. Should you have any questions regarding the foregoing please do not hesitate to contact my office.

Sincerely,



Allen Dempster

Enclosure

**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. WEISS PENSACOLA LLC, A DELAWARE LIMITED LIABILITY COMPANY

(Name of foreign limited liability company)

2. DELAWARE

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 20-0108495

(FEI number, if applicable)

4. JULY 22, 2003

(Date of Organization)

5. 2053

(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification

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

7. 8240 NORTH DAVIS HIGHWAY PENSACOLA, FLORIDA 32514

(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:

RONALD WEISS 998 SUNNYHILLS ROAD, OAKLAND, CA 94610

TPD ACCOMODATOR SERVICES, LLC, 500 Ygnacio Valley Rd., #350
Walnut Creek, CA 94596

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

Tom Dietl

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.)

Tom Dietler as Manager of TPD Accomodator Services

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
2003 JUL 25 AM 10:43
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

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:

WEISS PENSACOLA LLC, A DELAWARE LIMITED LIABILITY COMPANY

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

ANTHONY SHERMAN

(Name)

8240 NORTH DAVIS HIGHWAY

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

PENSACOLA, FL 32514

(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)

Delaware

The First State

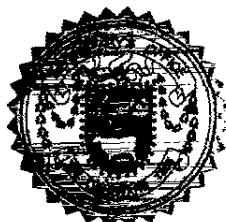
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MULLEN CORPORATIONS
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WEISS PENSACOLA LLC, A DELAWARE LIMITED LIABILITY COMPANY" 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 TWENTY-SECOND DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WEISS PENSACOLA LLC, A DELAWARE LIMITED LIABILITY COMPANY" WAS FORMED ON THE TWENTY-SECOND DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2540955

DATE: 07-22-03