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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FOREIGN LIMITED LIABILITY COMPANY

REGENCY HOUSING, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

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File No. 04-2003-1111

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

IN COMPLIANCE WITH SECTION 605.04, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. REGENCY Housing LLC
(Name of foreign limited liability company)
2. State of Nevada
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 87-0704037
(FEI number, if applicable)
4. July 30, 2003
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. October 1, 2003
(Date first transacted business in Florida. (Sec. sections 605.501, 605.502, and 607.143, F.S.))
7. 663 Apple Sound
Pearl, MS 39208
(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:

- David L. Kelly - 663 Apple Sound, Pearl, MS 39208
James W. MacAlpine - 2638 Gately Dr. E. #23, West Point, MS 39241
MATTHEW P. MALONE - 672 Vine St. #2, MURRAY, MI 48107
KEITH L. DARTON - 2975 W. EXEC. PKWY., LEHI, UT 84043

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: Construction

Real Estate

Signature of a member or an authorized representative of a member.
(In accordance with section 605.406(2), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DAVID L. KELLY

Typed or printed name of signer

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**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:

Regency Housing LLC

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

LISA I. GLASSMAN, ESQ.

(Name)

2627 NE 203rd Street Suite 100

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

Aventura FL 33180

(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]

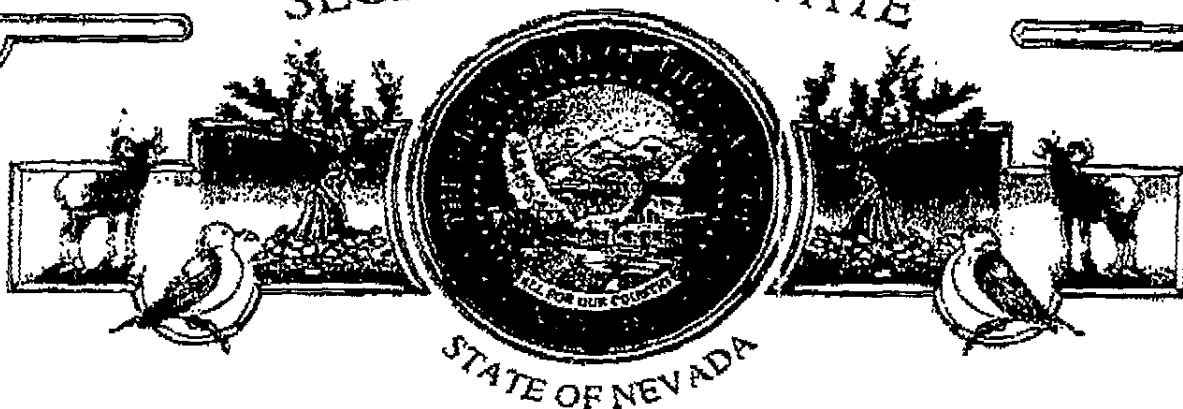
(Signature)

\$ 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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STATE OF FLORIDA
SECRETARY OF STATE

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SECRETARY OF STATE



LIMITED-LIABILITY COMPANY CHARTER

I, DEAN HELLER, the Nevada Secretary of State, do hereby certify that REGENCY HOUSING, LLC did on July 30, 2003, file in this office the Articles of Organization for a Limited-Liability Company, that said Articles are now on file and of record in the office of the Nevada Secretary of State, and further, that said Articles contain the provisions required by the laws governing Limited-Liability Companies in the State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Las Vegas, Nevada, on July 30, 2003.

Dean Heller

DEAN HELLER
Secretary of State



By

Angela Johnson
Certification Clerk