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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

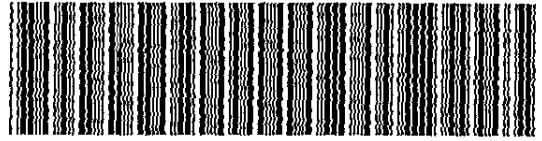
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MANAGEMENT CO., LLC

January 7, 2004

UPS NEXT DAY AIR

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399


RE: Champions Gate Apartments, L.L.C.
JLW - Investments - Orlando, L.L.C.
JWR - Investments - Orlando, L.L.C.
JWH - Investments - Orlando, L.L.C.
BW - Investments - Orlando, L.L.C.
Madison - Clinton - Orlando, L.L.C.
SPC Apartments, L.L.C.
Madison - Clinton - Tampa, L.L.C.

Please find enclosed an application to transact business in the state of Florida for each of the above named Alabama limited liability companies. For each entity, I have enclosed:

1. Application;
2. Designation of Registered Agent;
3. Original Certificate of Existence from the Alabama Secretary of State;
4. A check in the amount of \$130.00 to cover the following expenses: \$100 filing fee, \$25.00 designation of registered agent, and \$5.00 certificate of status; and,
5. Pre-paid, self-addressed return UPS Next Day Air label.

Please return the letter of acknowledgment and the certificate of status to me using the enclosed UPS Next Day Air label.

If you have any questions or comments, please do not hesitate to contact me at 334-215-0979. Thank you for your prompt attention to the enclosed.

Sincerely,

Michelle B. Powell, Esq.
In-House Counsel

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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. Champions Gate Apartments, L.L.C.
(Name of foreign limited liability company)
2. Alabama
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. December 22, 2003
(Date of Organization)
5. Perpetual
(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. 7020 Fain Park Drive, Suite 5
Montgomery, AL 36117
(Street address of principal office)

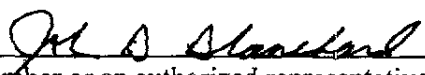
8. If limited liability company is a manager-managed company, check here ☒
9. The name and usual business addresses of the managing members or managers are as follows:

John D. Blanchard, 7020 Fain Park Drive, Suite 5, Montgomery, AL 36117

Samuel L. Miller, 2000 Normandie Drive, Montgomery, AL 36111

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: Acquire, own, and
operate real property


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.)

John D. Blanchard

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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:

Champions Gate Apartments, L.L.C.

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation,

FL

33324

(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)

JOAN BOLDEN

ASSISTANT SECRETARY

\$ 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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Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Champion Gate Apartments, L.L.C. organized in the office of the Judge of Probate of Montgomery County on December 22, 2003. I further certify that the records do not disclose that said Champion Gate Apartments, L.L.C. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

12/24/03

Date

Nancy L. Worley
Nancy L. Worley

Secretary of State