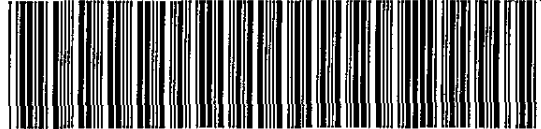


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 19, 2004

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Continental 86 Fund LLC

Dear Sir/Madam:

Enclosed please find one original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, one original Certificate of Designation of Registered Agent and a check in the amount of \$160.00.

Please provide me with a certificate of registration, certified copy of the Application and a Certificate of Status. Should you have any questions, please do not hesitate to contact me.

Sincerely,
CONTINENTAL PROPERTIES COMPANY, INC.

Cynthia A. Lehrke
Paralegal

Enclosures

FILED

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

REGISTERED PH 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Continental 86 Fund LLC
(Name of foreign limited liability company)

2. State of Wisconsin 3. 39-1902549
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. August 6, 1997 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. January 27, 2004
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 10850 W. Park Place, Suite 600
Milwaukee, WI 53224
(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:

Continental Properties Company, Inc.

10850 W. Park Place, Suite 600

Milwaukee, WI 53224

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: Own, develop and
manage real estate.

Daniel J. Minahan

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.)

Daniel J. Minahan, President of
Typed or printed name of signee
CONTINENTAL PROPERTIES COMPANY, INC., a
Wisconsin corporation, manager of

CONTINENTAL 86 FUND LLC, a Wisconsin
limited liability company

FILED
04 JAN 20 PM 4:14
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:

CONTINENTAL 86 FUND LLC

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

CONTINENTAL DEVELOPMENT COMPANY, INC.

(Name)

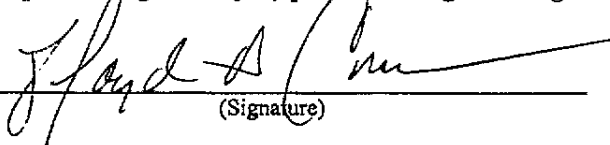
1538 The Greens Way, Suite 105

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

Jacksonville Beach FL 32250

(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)

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United States of America
State of Wisconsin

FILED

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DEPARTMENT OF FINANCIAL INSTITUTIONS
SECTION OF THE STATE
TALLAHASSEE, FLORIDA

To All to Whom These Present Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions do hereby certify that

CONTINENTAL 86 FUND LLC

is a domestic limited liability company organized under the laws of this state and that its date of organization is AUGUST 6, 1997.

I further certify that said company has not filed articles of dissolution with this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on January 14, 2004.

A handwritten signature in black ink, appearing to read 'Ray Allen'.

RAY ALLEN, Deputy Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

BY: Patricia Weber