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February 17, 2004

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

To Whom It May Concern:

Enclosed please find the documents needed in order to qualify our limited liability corporation, American Residential Equities XXXIV, LLC, to transact business in Florida. Also included with the documents is a check made payable to the Florida Department of State in the amount of \$130.00 which should cover the following items:

1) \$100.00	Filing Fee for Application
2) \$25.00	Designation of Registered Agent
3) \$5.00	Certificate of Status

Should you have any questions or concerns, please do not hesitate to contact the undersigned at (305) 577-1011. Thank you for your time.

Very Truly Yours,

MILES OF CHANGE

Lisette de Padua

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

IN COMPUAINCE WITH SECTION OURSUS, FLORIDA STATUTES, THE POLITOWING IS SUBMITTED TO REGISTER A POREICN, LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
1. American Residential Equities XXXIV, LLC (Name of foreign limited liability company)
2. De la ware (Jurisdiction under the law of which foreign limited liability company is organized) 3. OO-O735086 (FEI number, if applicable)
1. American Residential Equities XXXIV, LLC (Name of foreign limited liability company) 2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 4. Delaware (Date of Organization) 5. Duration: Year limited liability company will cease to exist or "perpetual")
(Date first Tabsacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 848 Brickell Avenue Penthouse
Mlam, FL 33131 (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:
American Residential Eguities, LLC
American Residential Eguities, LLC 848 Brickell Avenue, Penthouse
Miami, FL 33131
·
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: Acquisition
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 regalties of perjury that the facts stated herein are true.)
Jeffrey Kirsch
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Marke To Mario. 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.

The name of the Limited Liability Company is:
American Residential Equities XXXIV, LLC
2. The name and the Florida street address of the registered agent and office are:
Lisette de Padua (Name)
848 Brickell Avenue Penthouse Florida street address (P.O. Box NOT ACCEPTABLE)
Miani FL 33131

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.

\$ 100.00 Filing Fee for Application **Designation of Registered Agent** \$ 25.00 **Certified Copy (optional)** \$ 30.00 5.00 **Certificate of Status (optional)**

PAGE 1.

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "AMERICAN RESIDENTIAL EQUITIES

XXXIV, LLC" 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 TENTH DAY OF

FEBRUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERICAN RESIDENTIAL EQUITIES XXXIV, LLC" WAS FORMED ON THE NINTH DAY OF FEBRUARY, A.D. 2004.

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





3762627 8300

Warriet Smith Hindson

AUTHENTICATION: 2922375

040091779 DATE: 02-10-04