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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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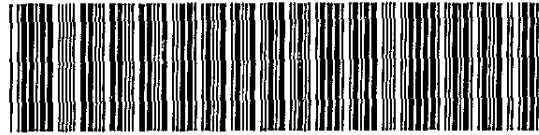
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAR - 4 2004

Generations Management LLC

13919 S. WEST BAY SHORE DRIVE
SUITE 601
TRAVERSE CITY, MI 49684-6206

ADMINISTRATION: (231) 946-8772
FAX: (231) 946-2954
PROPERTY MANAGEMENT: (231) 946-6661
FAX: (231) 946-5858

February 17, 2004

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

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TALLAHASSEE, FLORIDA

Re: Application for Foreign Limited Liability Company

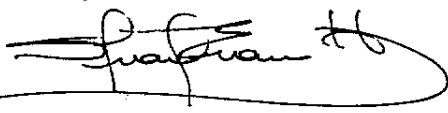
To whom it may concern,

Generations Management LLC and Generations Realty LLC, both Michigan limited liability companies are applying as foreign limited liability companies for authorization to transact business in Florida. I am enclosing the following for both entities:

- Application by Foreign Limited Liability Company For Authorization to Transact Business in Florida.
- Certificate of Designation of Registered Agent/ Registered Office
- Original certificate of existence issued by the Michigan Department of Consumer and Industry Services on February 3, 2004.
- Two checks for \$155.00 each to cover Filing Fee for Application, Designation of Registered Agent and a Certified copy.

Please submit the certified copies to my attention at the address above. If you have any questions please do not hesitate to contact me.

Sincerely,



Stuart G. Evans

**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. Generations Management LLC
(Name of foreign limited liability company)
2. Michigan 3. 38-3469011
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. May 7, 1999 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease exist or "perpetual")
6. Not applicable
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 13919 S. West Bay Shore Drive, Suite G-01
Traverse City, MI 49684
(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:

Dale M. Nielson, 13919 S. West Bay Shore Dr., Suite G01, Traverse City, MI 49684

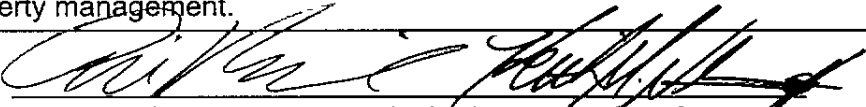
Cori Reid, 13919 S. West Bay Shore Dr., Suite G01, Traverse City, MI 49684

Keith M. Nielson, 13919 S. West Bay Shore Dr., Suite G01, Traverse City, MI 49684

Jonathan Crosby, 13919 S. West Bay Shore Dr., Suite G01, Traverse City, MI 49684

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: Investments in real estate and property management.


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.)

Cori Reid

Keith M. Nielson

Typed or printed name of signee

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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:

Generations Management LLC

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

Melvin K. Nielson

(Name)

1700 SW Thornberry Circle

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

Palm City,

FL

34990-4458

(City/State/Zip)

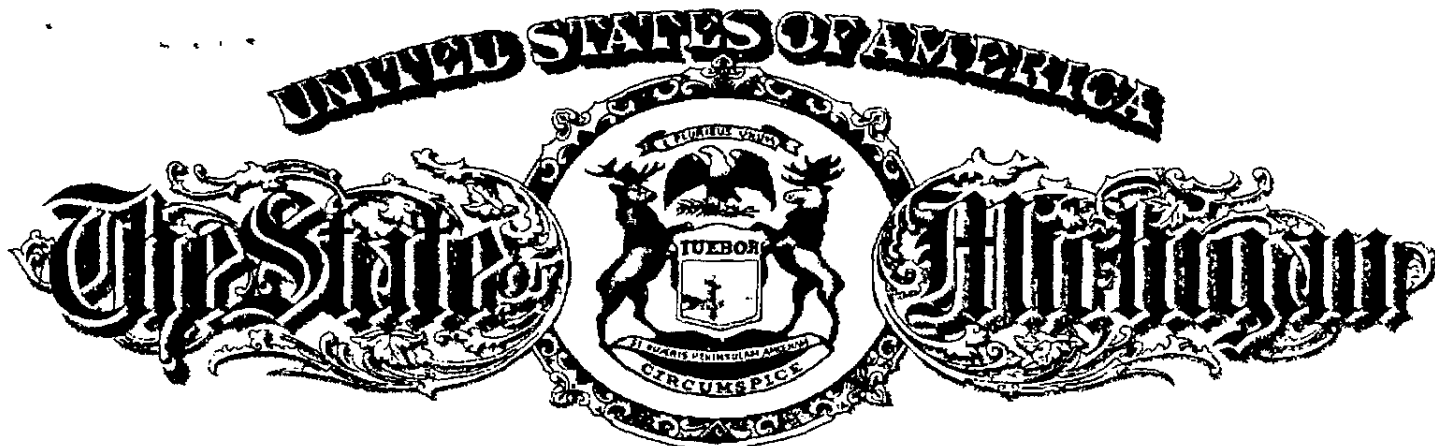
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

Melvin K. Nielson

(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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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

GENERATIONS MANAGEMENT LLC

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TALLAHASSEE, FLORIDA

was validly organized on May 7, 1999 as a Limited Liability Company. Said Limited Liability Company is validly in existence under the laws of this state and has satisfied its annual filing obligations.

This certificate is Issued pursuant to the provisions of 1993 PA 23, as amended, to attest to the fact that the company is in good standing in Michigan as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand,
in the City of Lansing, this 3rd day of February, 2004

Andrew S. Mettelf

Bureau of Commercial Services

,Director