

M04000000996

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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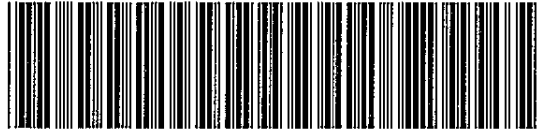
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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2004 MAR 16 PM 12:44
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAR 16 2004



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 493412 5062203

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 125.00

ORDER DATE : March 12, 2004

ORDER TIME : 11:38 AM

ORDER NO. : 493412-010

CUSTOMER NO: 5062203

CUSTOMER: Rochelle Brook
Wolf, Block, Schorr &
Suite 1000
250 Park Avenue
New York, NY 10177

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: HS-CLEARWATER FL, LLC.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER: _____

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

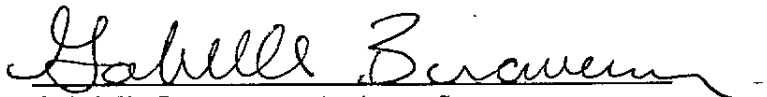
IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO
TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. The name of the foreign limited liability company is HS-Clearwater FL, LLC.
2. The jurisdiction under the law of which the foreign limited liability company is organized is Delaware.
3. The FEI number, if applicable is: N/A
4. The date of organization is March 3, 2004.
5. Duration: Perpetual
6. Date first transacted business in Florida is March 3, 2004
7. The street address of the principal office is c/o Wachovia Development Corporation, One Wachovia Center, TW-16, Charlotte, North Carolina 28288-0174 Attention: Gabrielle Braverman.
8. The limited liability company is a manger-managed company.
9. The name and usual business address of the managing members or managers are as follows:

Wachovia Development Corporation
One Wachovia Center, TW-16
Charlotte, North Carolina 28288-0174
Attention: Gabrielle Braverman.
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.
11. The nature of business or purposes to be conducted or promoted in Florida: The ownership, holding, operation, leasing, management, financing and disposition of certain real property located at 5901 Fowler Avenue, Tampa Florida.

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WACHOVIA DEVELOPMENT CORPORATION


Gabrielle Braverman, Assistant Secretary

**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:

HS-CLEARWATER FL, LLC.

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL

32301

(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.

Deborah D. Skipper
(Signature)

Deborah D. Skipper
Asst. V. Pres.

\$ 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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Delaware

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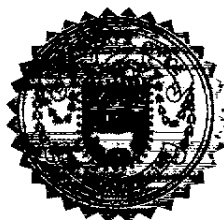
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HS-CLEARWATER FL, 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 TWELFTH DAY OF MARCH, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HS-CLEARWATER FL, LLC" WAS FORMED ON THE THIRD DAY OF MARCH, A.D. 2004.

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TALLAHASSEE, FLORIDA



3772495 8300

040187550

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2986558

DATE: 03-12-04