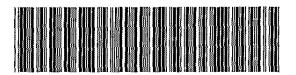
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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

CONTACT:

TRICIA TADLOCK

DATE:

04-06-04

REF.#:

0173.25077

CORP. NAME: <u>NEWLAND IHP MANAGEMENT, LLC</u>

( ) ARTICLES OF INCORPORATION	( ) ARTICLES OF AMENDMENT	( ) ARTICLES OF DISSOLUTION
( ) ANNUAL REPORT	( ) TRADEMARK/SERVICE MARK	( ) FICTITIOUS NAME
(XX ) FOREIGN QUALIFICATION	( ) LIMITED PARTNERSHIP	( ) LIMITED LIABILITY
( ) REINSTATEMENT	( ) MERGER	( ) WITHDRAWAL
( ) CERTIFICATE OF CANCELLATION	1	
( ) OTHER:		
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SEPHINESSEE FLORE

#### 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 F LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Newland IHP Management, LLC (Name of foreign limited liability company) 2. DE 3 33-0922910 (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) perpetual 4 6/20/00 (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") Upon qualification. (Date first transacted business in Florida, (See sections 608.501, 608.502, and 817.155, F.S.) 7. 9404 Genesee Avenue, Suite 230 La Jolla, CA 92037 (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 Newland Communities, L.P. 9404 Genesee Avenue, Suite 230 La Jolla, CA 92037 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: Real estate development 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.) \*Please see the attached signature page.

Typed or printed name of signee

### 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 Cor	npany is:	
Newland IHP Ma	anagement, LLC	· ·	
	1.4		
2. The name an	id the Florida street addres	ss of the registered agent and	office are:
	NRAI Services, Inc.		
	Work Services, Inc.	(Name)	
I v			
}	526 E. Park Avenue		
	Florida street a	iddress (P.O. Box NOT ACCEPTAE	sle)
	Tallahassee	TT 32301	
•	i manassee	(City/State/Zip)	<u></u>
Having been na	med as registered agent ar	nd to accept service of proces	s for the above stated limited
		n this certificate, I hereby ac	·
, -	<del>-</del>	ipacity. I jurther agree to co. te performance of my duties, .	mply with the provisions of all and I am familiar with and
accept the obligi	ations of my position as re	gistered agent as provided fo	
NRAI Septices, I	nc. A		
By: Jul	Wage -		· · · · · · · · · · · · · · · · · · ·
Paul J. Hagan, A	(Signature) Assistant Secretary		
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\$ -	\$ 25.0 \$ 30.0		~

5.00 Certificate of Status (optional)

#### Newland-IHP Management, LLC a Delaware limited liability company

By: American Newland Communities, LP

A Delaware limited partnership

Its: Member Manager

By: Newland Associates, Inc.

a California corporation Its: General Partner

Martha K. Guy, Vice President & Secretary

By: Orus A. Valle, Assistant Secretary

Date: March 11, 2004

## Delaware

PAGE 1

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEWLAND-IHP MANAGEMENT, 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 MARCH, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEWLAND-IHP MANAGEMENT, LLC" WAS FORMED ON THE TWENTIETH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

13247739 8300

Varriet Smith Windson, Secretary of State

AUTHENTICATION: 2980227

040179736 DATE: 03-10-04