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TEL 919 • 899 • 3000
FAX 919 • 833 • 6352
919 • 899 • 3096

DIRECT DIAL: 919 • 899 • 3143
EMAIL: rlaney@hunton.com

May 23, 2001

FILE NO: 51109.4

VIA OVERNIGHT COURIER

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

500004315695--4
-05/24/01--01083--019
****125.00 ****125.00

Re: S B Real Estate, LLC

Dear Sir/Madam:

L01-8945

Please find enclosed an original and one (1) copy of the following documents to be filed with the Florida Department of State - Corporations Division:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Certificate of Existence for S B Real Estate, LLC; and
4. Certified copy of Articles of Organization for S B Real Estate, LLC.

I have also enclosed a check in the amount of \$125.00 to cover the \$100.00 filing fee for the Application and \$25.00 for the Designation of Registered Agent.

Please return the filed copy of the documents in the self-addressed stamped envelope enclosed.

If you have any questions, feel free to contact me.

Sincerely,

Rosina T. Laney

Rosina T. Laney
Paralegal

Enclosure

5/26/01
FILED
01 JUN -5 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

52



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 30, 2001

ROSINA T. LANEY
HUNTON & WILLIMAS
PO BOX 109
RALEIGH, NC 27602

SUBJECT: S B REAL ESTATE, LLC
Ref. Number: W01000012200

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We have received your document for S B REAL ESTATE, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

Please note that you must submit a photocopy along with your original if you would like a stamped photocopy returned to you. The original document will be filed and kept here.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 001A00032831

**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. S B Real Estate, LLC
(Name of foreign limited liability company)
2. North Carolina 3. 56-2100323
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 4, 1998 5. December 31, 2099
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 701 South King Street
Fayetteville, NC 28301
(Street address of principal office)

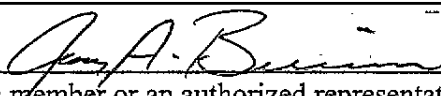
8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

701 South King Street
Fayetteville, NC 28301

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01 JUN -5 AM 11:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 and lease real estate


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.)

James A. Biernann
Typed or printed name of signer

**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:

S B Real Estate, LLC

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

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

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

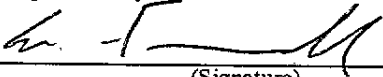
Plantation

FL 33324

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.

C T Corporation System



(Signature)

ALLAN FARNELL
ASSISTANT SECRETARY

\$ 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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SECRETARY OF STATE
TALLAHASSEE FLORIDA



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

S B REAL ESTATE, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 4th day of August, 1998, with its period of duration ending DEC 2099.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 10th day of May, 2001.

Elaine F. Marshall

Secretary of State