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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

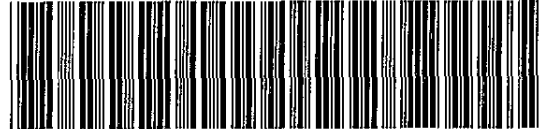
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/19/04--U1031--009 **160.00

APPROVED
AND
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04 MAY 19 PM 3:17

STATE OF FLORIDA
DEPARTMENT OF REVENUE

RECEIVED

04 MAY 19 PM 12:51

STATE OF FLORIDA
DEPARTMENT OF REVENUE

UB
5-19-04



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 663143 5011478

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 19, 2004

ORDER TIME : 10:25 AM

ORDER NO. : 663143-025

CUSTOMER NO: 5011478

CUSTOMER: Ms. Jessica A. Tadlock
Gary & Goodman Plc
Suite 7000
8500 Leesburg Pike
Vienna, VA 22182

FOREIGN FILINGS

NAME: THE RETREAT AT QUAYSIDE LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER: _____

04 MAY 19 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
AND
AT

**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. The Retreat at Quayside LLC
(Name of foreign limited liability company)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. April 14, 2004
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification in Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 8150 Leesburg Pike, Suite 810, Vienna, VA 22182
(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:

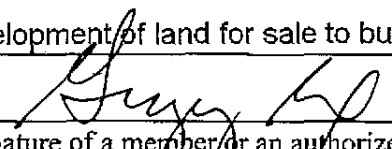
Greg Cox, Sr. 8150 Leesburg Pike, Suite 810, Vienna, VA 22182

Hal Boles 8150 Leesburg Pike, Suite 810, Vienna, VA 22182

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 and development of land for sale to builders



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.)

Greg Cox, Sr.

Typed or printed name of signee

04 MAY 19 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**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:

The Retreat at Quayside LLC

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

Corporation Service Company

(Name)

1201 Hays Street, Tallahassee,

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

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.

**Cynthia L. Harris
as its agent**

Cynthia R. Harris

(Signature)

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

04 MAY 19 11 32 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

A certificate of organization was issued by the Commission to THE RETREAT AT QUAYSIDE VILLAGE LLC, a limited liability company formed under the laws of VIRGINIA, effective as of April 14, 2004.

A certificate of cancellation of certificate of organization has not been filed in this office by THE RETREAT AT QUAYSIDE VILLAGE LLC, a Virginia limited liability company.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
April 21, 2004*

Joel H. Peck
Joel H. Peck, Clerk of the Commission