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July 16, 2004

VIA FEDEX

Florida Department of State
Division of Corporations

ATTN: New Filings Section

409 East Gaines Street
Tallahassee, FL 32399

RE: THE LEMKE, LLC, a Delaware limited liability company and
THE RELLES, LLC, a Delaware limited liability company

Dear Sir or Madam:

Enclosed are applications for authorization to transact business in Florida for the above-referenced Delaware limited liability companies to be filed with the Department of State. Also enclosed is our check in the amount of \$250.00 for the filing fee and registered agent designation in Florida for these companies.

Thank you for your assistance. If you have any questions, please do not hesitate to call.

Very truly yours,



Judith R. Nielsen, CLAS


Paralegal
Enclosures
#122433

FILED
04 JUL 19 PM 1:24
TALLAHASSEE, FLORIDA

**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 LEMKE, LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. July 14, 2004
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon registration
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. c/o R. Marshall Rainey, Williams Schifino Mangione & Steady, P.A.
201 N. Franklin Street, Suite 2600, Tampa, Florida 33602
(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:
The Lemke, LLC
c/o RL&F Service Corp., One Rodney Square
10th Floor, Tenth and King Streets, Wilmington, Delaware 19801
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.)

R. Marshall Rainey, Authorized Representative

Typed or printed name of signee

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JUL 19 4 11:24
CLERK OF STATE
TALLAHASSEE FLORIDA

**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 Lemke, LLC

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

R. Marshall Rainey

(Name)

201 N. Franklin Street, Suite 2600

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tampa

FL

33602

City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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, Florida Statutes.


(Signature)

R. Marshall Rainey

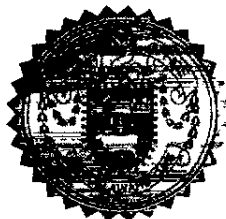
| | |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application |
| \$ 25.00 | Designation of Registered Agent |
| \$ 30.00 | Certified Copy (optional) |
| \$ 5.00 | Certificate of Status (optional) |

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE LEMKE, 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 FOURTEENTH DAY OF JULY, A.D. 2004.



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040517751

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3233726

DATE: 07-14-04