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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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(Business Entity Name)

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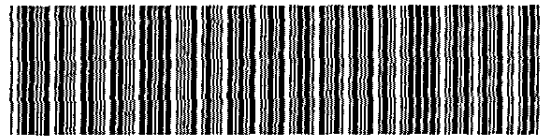
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

W04-29642

647

Office Use Only



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07/28/04--01028--005 \*\*130.00

04 AUG 12 AM 8:30

FILED  
CLERK OF STATE  
DIVISION OF REVENUE



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 4, 2004

BETH S. AUCHMUTY  
P.O. BOX 2000  
LAWRENCEVILLE, GA 30046

SUBJECT: PHASE THREE 7, LLC  
Ref. Number: W04000029642

We have received your document for PHASE THREE 7, LLC and your check(s) totaling \$130.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6890.

Jason Merrick  
Document Specialist

Letter Number: 904A00048516

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ANDERSEN TATE MAHAFFEY & MCGARITY**

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July 26, 2004

Florida Secretary of State  
Registration Section  
Div. of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**VIA FEDERAL EXPRESS**

RE: Application for Certificate of Authority and Designation of Registered Agent form  
for **PHASE THREE 7, LLC**

Dear Sir or Madam:

Enclosed please find the Application for Certificate of Authority and the Designation of Registered Agent form for **PHASE THREE 7, LLC**. The original application and the original registered agent form and one copy of each are enclosed. An original certificate of existence, issued by the Georgia Secretary of State's office, is also included with this package. In addition, enclosed is a check for \$130.00, payable to the Florida Secretary of State. This amount covers the \$100 filing fee for the application, the \$25 fee for the registered agent form, and \$5 fee for the certificate of status. Please return a letter of acknowledgement of the receipt of the application and the registered agent form and the certificate of status to the undersigned.

We have enclosed a return Federal Express envelope for your return of the above-mentioned documents to the undersigned.

Should you have any questions regarding this filing or the enclosed documents, or if you require additional information, please feel free to contact the undersigned.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 26 12 AM '04  
TALLAHASSEE, FL

Secretary of State  
July 26, 2004  
Page 2

Thank you for your prompt attention to this matter.

Very truly yours,

*Beth S. Auchmuty*

Beth S. Auchmuty

Enclosures

04 AUG 12 AM 8:30

SECRETARY OF STATE  
DIVISION OF DOCUMENTS

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:*

1. Phase Three 7, LLC  
(Name of Foreign Limited Liability Company)
2. Georgia  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-1390196  
(FEI number, if applicable)
4. July 21, 2004  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 8 Georgetown Avenue, Suite 8A, 1st Floor  
Rosemary Beach, FL 32461  
(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:  
Mosaic Capital Partners II, LLC, P.O. Box 611575, Rosemary Beach, FL 32461
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, 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

Brad Zeitlin  
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.)

Brad Zeitlin

Typed or printed name of signee

RECEIVED  
DIVISION OF CORPORATIONS  
JUL 26 2004  
8:30 AM

**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:

Phase Three 7, LLC

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

Brad Zeitlin

(Name)

8 Georgetown Avenue, Suite 8A, 1st Floor

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

Rosemary Beach

FL 32461

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, Florida Statutes.*

Brad Zeitlin

(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 AUG 12 AM 8:30

SECRETARY  
DIVISION OF CORPORATE REGISTRATION

# Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CONTROL NUMBER : 0443465  
DATE INC/AUTH/FILED: 07/21/2004  
JURISDICTION : GEORGIA  
PRINT DATE : 08/09/2004  
FORM NUMBER : 211

ANDERSEN, TATE, MAHAFFEY & MCGARITY, P.C.  
EUGENE LUCIANI  
1505 LAKES PARKWAY, SUITE 100  
LAWRENCEVILLE, GA 30043

## CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

PHASE THREE 7, LLC  
A GEORGIA LIMITED LIABILITY COMPANY

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date, and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This information is electronically transmitted, issued and certified in accordance with the Georgia Electronic Records and Signatures Act and Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20040809135805006



Cathy Cox  
Secretary of State