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FOREIGN LIMITED LIABILITY COMPANY

Fairway North Beach, LLC

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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2004 SEP -2 A 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 3, 2004

CT CORPORATION SYSTEM

SUBJECT: FAIRWAY NORTH BEACH, LLC
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DIVISION OF CORPORATION

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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2004 SEP -2 A 10:18
 APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
 TRANSACT BUSINESS IN FLORIDA

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
 LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Fairway North Beach, LLC
 (Name of Foreign Limited Liability Company)
2. Delaware
 (Jurisdiction under the law of which foreign limited liability company is organized)
3. 63-1165034
 (FBI number, if applicable)
4. August 30, 2004
 (Date of Organization)
5. Perpetual
 (Duration: Year limited liability company will cease to exist or "perpetual")
6. September 9, 2004
 (Date first transacted business in Florida, if prior to registration.)
 (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 2830 Cahaba Road
Birmingham, AL 35223
 (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:

Fairway Investments, L.L.C.

2830 Cahaba Road

Birmingham, AL 35223

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 of

commercial real estate for investment


 Signature of a member or an authorized representative of a member.

(In accordance with section 608.402(3), F.S., the execution of this document constitutes
 an admission under the penalties of perjury that the facts stated herein are true.)

Guy S. Clifton, VP of The Thompson Development Company, Inc.

Typed or printed name of signer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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2004 SEP -2 A 10: 18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Fairway North Beach, LLC

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

CT Corporation System
(Name)

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, Florida Statutes.

Dale W. Morris

(Signature)

DALE W. MORRIS

ASSISTANT VICE PRESIDENT

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

Delaware

The First State

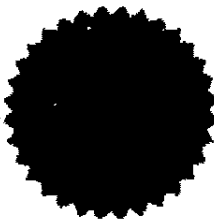
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FAIRWAY NORTH BEACH, LLC" FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

3848579 8300

040639522



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3329401

DATE: 09-01-04