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SECRETARY OF STATE
TALLAHASSEE, FL

FELD HYDE

Wertheimer, Bryant & Stone, P.C.

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October 4, 2004

Department of State
Division of Corporations
Corporate Filing
P. O. Box 6327
Tallahassee, Florida 32314

Re: Burton, LLC

Gentlemen:

On behalf of Burton, LLC, enclosed are the following documents to register Burton, LLC to transact business in the State of Florida:

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 Good Standing from the Secretary of State of Alabama, and
4. Check No. 505 in the amount of \$125 made payable to the Florida Department of State.

If you have any questions, please call me.

Yours very truly,



James J. Coomes
FOR THE FIRM

/dbf
Enclosures

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SECRETARY OF STATE

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN 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. Burton, LLC
(Name of Foreign Limited Liability Company)
2. Alabama
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. September 22, 2004
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. n/a
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 4436 Galen Cove
(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:

Randy D. Visser, 4436 Galen Cove, Birmingham, Alabama 35242

Kevin A. Serra, 5421 Woodford Drive, Birmingham, Alabama 35242

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
investment and 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.)

Randy D. Visser

Typed or printed name of signee

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**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:

Burton, LLC

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

Kevin Serra

(Name)

3695 SCENIC HWY 98 UNIT 1

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

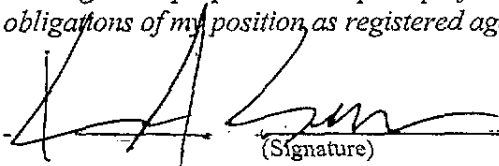
Destin

FL

32541

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.


(Signature)

\$ 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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CLERK OF STATE
TALLAHASSEE, FLORIDA

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporate records on file in this office disclose that Burton, LLC organized in the office of the Judge of Probate of Jefferson County on September 22, 2004. I further certify that the records do not disclose that said Burton, LLC has been dissolved.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

09/27/04

Date

Nancy L. Worley
Nancy L. Worley

Secretary of State