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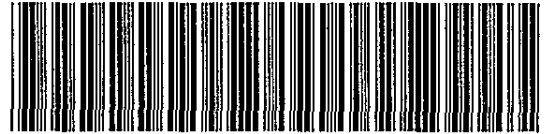
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: PEMBROKE PROPERTIES LLC  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Thoywell Lord  
(Name of Person)

Pembroke Properties, LLC  
(Firm/Company)

2 Oak Street East  
(Address)

East Farmingdale, NY 11735  
(City/State and Zip Code)

For further information concerning this matter, please call:

Gary Lord at (347) 489-9556  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

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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. PEMBROKE PROPERTIES, LLC  
(Name of Foreign Limited Liability Company)

2. Delaware 3. 14-1906297  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 03-29-04 5. Perpetual  
(Date of Organization) (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. 2 Oak Street East  
East Farmingdale, NY 11735  
(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:

(Please attached list)

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 Investments

Thaywell A. Lord  
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.)  
Thaywell A. Lord  
Typed or printed name of signee

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**PEMBROKE PROPERTIES, LLC**  
**A LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This company is a member-managed company. The names and addresses of those who serve are listed below:

<b><u>NAME</u></b>	<b><u>E-MAIL</u></b>	<b><u>ADDRESS</u></b>
Thoywell A. Lord	<a href="mailto:giantkiller015@msn.com">giantkiller015@msn.com</a>	2 Oak Street East East Farmingdale, NY 11735
Michael Stewart	<a href="mailto:mstew1898@netzero.com">mstew1898@netzero.com</a>	4703 SW 185 <sup>th</sup> Street Miramar, FL 33029
Gary A. Lord	<a href="mailto:jglord02@aol.com">jglord02@aol.com</a>	115-47, 224 Street Cambria Heights, NY 11411
Oswald T. Lord	<a href="mailto:namlord@aol.com">namlord@aol.com</a>	109-50, 212 Street Queens Village, NY 11429
Ian Lord	<a href="mailto:ianclord@hotmail.com">ianclord@hotmail.com</a>	109-50, 212 Street Queens Village, NY 11429
Jacqueline S. Lord	<a href="mailto:Jacqueline.lord@db.com">Jacqueline.lord@db.com</a>	115-47, 224 Street Cambria Heights, NY 11411
Marjorie Lord	<a href="mailto:namlord@aol.com">namlord@aol.com</a>	109-50, 212 Street Queens Village, NY 11429
Michelle D. Stewart	<a href="mailto:mstew1898@netzero.com">mstew1898@netzero.com</a>	4703 SW 185 <sup>th</sup> Street Miramar, FL 33029
John Lord	<a href="mailto:johnlord@hotmail.com">johnlord@hotmail.com</a>	109-50, 212 Street Queens Village, NY 11429
Mary Washington-Lord	<a href="mailto:giantkiller015@msn.com">giantkiller015@msn.com</a>	2 Oak Street East East Farmingdale, NY 11735

Membership percentage interest are as listed above in this agreement.

The company's Officers are as listed below:

Thoywell A. Lord	President
Gary A. Lord	Vice President
Michael Stewart	Treasurer
Jacqueline S. Lord	Assistant Treasurer
Ian Lord	Secretary
Marjorie Lord	Real Estate/Sales Director
John Lord	Marketing/Advertising Director

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

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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:

PEMBROKE PROPERTIES, LLC

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

Michael Stewart  
(Name)

4703 SW 185 AVE  
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Miramar FL 33029  
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.*

Michael Stewart  
(Signature)

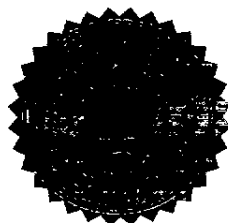
- \$ 100.00 Filing Fee for Application
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEMBROKE PROPERTIES, 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 TWENTY-THIRD DAY OF OCTOBER, A.D. 2004.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3430565

DATE: 10-23-04