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2004 DEC -8 PM 4:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MD4-42457
J. BRYAN NOV 18 2004

J. BRYAN DEC 9 2004



WHITECO Industries, Inc.

1000 east 80th place, suite 700
merrillville, indiana 46410
telephone 219-769-6601
fax 219-757-3510

November 12, 2004

Registration Section
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

FILED
2004 DEC -8 PM 4:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: WPA - N3, LLC

Enclosed, in duplicate, is a completed Application By Foreign Limited Liability Company For Authorization To Transact Business in Florida and Certificate of Designation of Registered Agent/Registered Office with respect to WPA - N3, LLC, an Indiana limited liability company, seeking authority to transact business in Florida. In addition, enclosed is a check in the amount of \$155.00 in payment of fees associated with the filing of the Application, Designation of Registered Agent, and certified copy of the filings. If these enclosures are in order and acceptable, please proceed with processing the enclosures and return the certified copy to me. As always, your attention to and cooperation in these matters are greatly appreciated.

Very truly yours,

Carol Ann Bowman
Corporate Secretary and
General Counsel

CAB:sm
Enclosures
4051:305:102204



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 18, 2004

CAROL ANN BOWMAN
WHITECO INDUSTRIES, INC.
1000 EAST 80TH PLACE, SUITE 700
MERRILVILLE, IN 46410

SUBJECT: WPA-N3, LLC
Ref. Number: W04000042457

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for WPA-N3, LLC and your check(s) totaling \$155.00. 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.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 104A00065730



WHITECO Industries, Inc.

1000 east 80th place, suite 700
merrillville, indiana 46410
telephone 219-769-6601
fax 219-757-3510

December 7, 2004

Joey Bryan
Document Specialist
Division of Corporation
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

FILED
2004 DEC -8 PM 4:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: WPA - N3, LLC
REF#: W04000042457
Letter Number: 104A00065730

Thank you for your recent correspondence regarding the request on behalf of WPA - N3, LLC to transact business in Florida. In response to your request, enclosed is a current certificate of existence as issued by the Indiana Secretary of State with respect to WPA - N3, LLC. Upon your review of the enclosure, and further consideration of this matter, please feel free to contact me if you have any questions or would like to discuss. Your attention to and cooperation in these matters are greatly appreciated.

Very truly yours,

Carol Ann Bowman
Corporate Secretary and
General Counsel

CAB/pd
Enclosure
4051:506:112304

**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. WPA - N3, LLC
(Name of Foreign Limited Liability Company)
2. Indiana
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. October 25, 2004
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon the filing of this application
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 1000 East 80th Place, Suite 700 North
Merrillville, Indiana 46410
(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:

WPA Development, LLC

1000 East 80th Place, Suite 700 North

Merrillville, Indiana 46410

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

WPA Development, LLC, Manager

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.)

John M. Peterman
Typed or printed name of signee

John M. Peterman, Manager

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2004 DEC - 8 PM 4:29
DIVISION OF CORPORATIONS
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:

WPA - N3, LLC

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

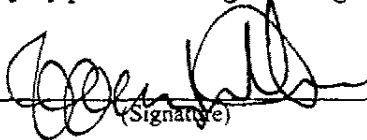
CT Corporation System
(Name)

c/o CT Corporation System, 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.


(Signature)

Jeffrey R. Graves
Assistant Secretary

\$ 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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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE

FILED
2004 DEC - 8 PM 4:30
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

To Whom These Presents Come, Greetings:

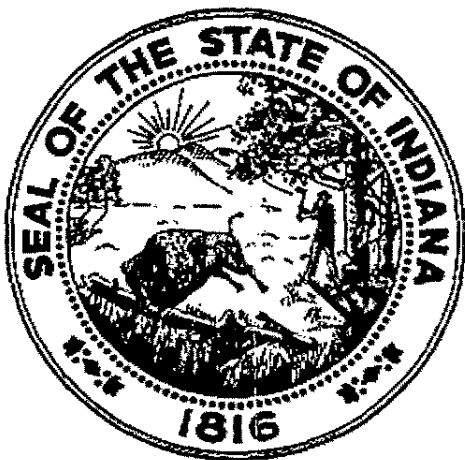
I, TODD ROKITA, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records, and proper official to execute this certificate.

I further certify that records of this office disclose that

WPA-N3, LLC

duly filed the requisite documents to commence business activities under the laws of State of Indiana on October 25, 2004, and was in existence or authorized to transact business in the State of Indiana on December 07, 2004.

I further certify this Domestic Limited Liability Company (LLC) has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand
and affixed the seal of the State of Indiana, at the
city of Indianapolis, this Seventh Day of December, 2004 .

TODD ROKITA, Secretary of State

2004102700143 / 2004120739589