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DATE: 04-01-05

NAME: CW CAPITAL FUND ONE, LLC

TYPE OF FILING: FOREIGN QUALIFICATION

COST: \$125 + \$5.00= \$130

**RETURN: 1 GOOD STANDING CERTIFICATE** 

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

## APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

	C. A.
IN (	COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FO	REIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: (5)
_	
1	CW Capital Fund One, LLC (Name of Foreign Limited Liability Company)
	(Name of Foreign Limited Liability Company)
2.	Delaware
(	(Jurisdiction under the law of which foreign limited (FEI number, if applicable)
1	liability company is organized)
	Novel 14 2005
ŧ	March 14, 2005  (Date of Organization)  5. perpetual (Duration: Year limited liability company will
	cease to exist or "perpetual")
	• • •
ó. <sub>-</sub>	not applicable
	(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
	(See sections 608.301 & 608.302 P.S. to determine penanty magnity)
7	314 West Warner Road, Suite 118
-	Tempe, Arizona 85284
	(Street Address of Principal Office)
8. <b>T</b>	if limited liability company is a manager-managed company, check here
	- Andrew Control of the Control of t
), ]	The name and usual business addresses of the managing members or managers are as follows:
-	Coronado West, Inc., an Arizona corporation
	314 West Warner Road, Suite 118
_	, , , , , , , , , , , , , , , , , , ,
_	Tempe, Arizona 85284
	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official
	ing custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not
	eptable. If the certificate is in a foreign language, a translation of the certificate under oath of the slator must be submitted.)
411	siator must be sublimited.)
1. 1	Nature of business or purposes to be conducted or promoted in Florida: <u>investment in real property</u>
	1449
	1/100
	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 Cork, President of Coronado West, Inc., Member
	Typed or printed name of signee

### 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	of the Limited Liability Com	pany is:			
CM C	apital Fund One, LLC				
2. The name a	and the Florida street address	s of the registered a	agent and office ar	<del>e</del> :	
	Capitol Corpora	ite Services, Ir (Name)	1C	<del></del> .	
1333 North Duval Street					
Florida Street Address (P.O. Box NOT ACCEPTABLE)					
	Tallahassee	FL City/State/Zip	32303		
liability compa agent and agre relating to the p	amed as registered agent and my at the place designated in the eto act in this capacity. I further open and complete performing position as registered agents.  (Signature)	this certificate, I he ther agree to comp ance of my duties, a	reby accept the app ly with the provisio and I am familiar w	pointment as registered ns of all statutes ith and accept the	

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

Delaware

PAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CW CAPITAL FUND ONE, 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 FIRST DAY OF APRIL, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CW CAPITAL FUND ONE, LLC" WAS FORMED ON THE FOURTEENTH DAY OF MARCH, A.D. 2005.

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

Varriet Smith Hindson

AUTHENTICATION: 3783350

DATE: 04-01-05

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