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April 13, 2005

FEDERAL EXPRESS

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

Re: Application by Foreign LLC for Authorization to Transact Business in Florida:
Alpha Seven Galt Ocean Marketplace, LLC

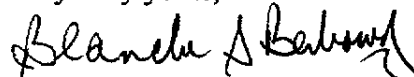
Dear Sir or Madam:

Enclosed please find the above-noted Application to be filed in Florida.

Please file, and return the certified copy to me. I have enclosed a check in the amount of \$160.00 in payment of the filing, certified copy and certificate fee.

Please call me if you have any questions concerning this matter. Thank you for your assistance.

Very truly yours,



Blanche S. Berkowitz
Corporate Paralegal

/bsb

Enclosures

cc: Holly H. Alderman

**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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Alpha Seven Galt Ocean Marketplace, LLC
(Name of foreign limited liability company)

2. North Carolina 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. April 8, 2005 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. May 1, 2005
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.153, F.S.))

7. 823 N. Elm Street, # 200, Greensboro, North Carolina 27401-1539
(Street address of principal office)

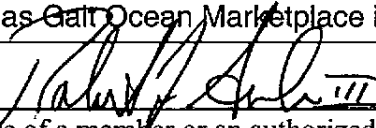
8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Robert F. Andrews, P.O. Box 31108, Raleigh, NC 27622

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: own, develop and
operate property known as Galt Ocean Marketplace in Fort Lauderdale, Florida


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.)

Robert F. Andrews, Manager

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 the Limited Liability Company is:

Alpha Seven Galt Ocean Marketplace, LLC

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

Jackie Tatsak, Executive Director

(Name)

Barrington Terrace, 333 16th Avenue SE

Florida street address (P.O. Box NOT ACCEPTABLE)

Largo

FL 33771

(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, F.S.


(Signature)

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



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

ALPHA SEVEN GALT OCEAN MARKETPLACE, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 8th day of April, 2005, with its period of duration being Perpetual.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 12th day of April, 2005

Elaine F. Marshall

Secretary of State