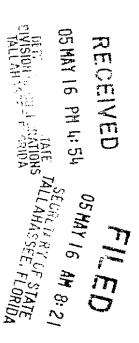
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REFERENCE : 373638 ~5022577 AUTHORIZATION COST LIMIT ORDER DATE: May 16, 2005 ORDER TIME : 3:13 PM ORDER NO. : 373638-010 CUSTOMER NO: 5022577 CUSTOMER: Martha Schwarz, Legal Asst Montgomery Mccracken Walker & 24th Floor 123 South Broad Street Philadelphia, PA 19109 FOREIGN FILINGS MOUNTAIN VENTURES LAUDERDALE, LLC XXXX QUALIFICATION (TYPE: LL)

ACCOUNT NO. : 072100000032

CONTACT PERSON: Amanda Haddan -- EXT# 2955

_ CERTIFIED COPY PLAIN STAMPED COPY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFICATE OF GOOD STANDING

NAME:

EXAMINER:

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZ TRANSACT BUSINESS IN FLORIDA IN COMPLIANCE WITH SECTION 608-503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REC LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Mountain Ventures Lauderdale, LLC (Name of Foreign Limited Liability Company) 2. Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 5, 12/31/2099 4, 05/05/05 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") 6. 06/01/05 (Date first transacted business in Florida, if prior to registration.)
(See sections 608,501 & 608,502 F.S. to determine penalty liability) One Wachovia Center, 301 South College Street Charlotte, NC 28288 (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: Mountain Ventures Buckeye, LLC One Wachovia Center, 301 South College Street Charlotte, NC 28288 10. Attached is an original cartificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the judsdiction 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 eath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: own real estate 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.)

Typed or printed name of signee

J. David Yorker, Jr.

· . .

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.	-
. The name of the Limited Liability Company is:	
Mountain Ventures Lauderdale, LLC	
The name and the Florida street address of the registered agent and office are:	
Corporation Service Company	
(Name)	•
1201 Hays Street	
Florida Street Address (P.O. Box NOT ACCEPTABLE)	
Tallahassee FI 32301	
City/State/Zip	
laving been named as registered agent and to accept service of process for the above stated litiability company at the place designated in this certificate, I hereby accept the appointment as igent and agree to act in this capacity. I further agree to comply with the provisions of all statelating to the proper and complete performance of my duties, and I am familiar with and accepblications of my position as registered agent as provided for in Chapter 608, Florida Statutes.	registered utes pt the
Corporation Service Company	
Vilea hour	
(Signature)	

Vera Norris, Authorized Representative

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

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MOUNTAIN VENTURES LAUDERDALE, 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 SIXTEENTH DAY OF MAY, A.D. 2005.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MOUNTAIN VENTURES LAUDERDALE, LLC" WAS FORMED ON THE FIFTH DAY OF MAY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Warriet Smith Hindson

AUTHENTICATION: 3881885

DATE: 05-16-05

050397753 LOCATION:3026365454

3965622 8300

RX TIME 05/16 '05 13:42