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SECRETARY OF STATE ALLAHASSEE, FLORIDA

LAW OFFICES

·PURCELL, FLANAGAN & HAY, P.A.

1848 LANCASTER TERRACE JACKSONVILLE, FL 32204

MAILING ADDRESS
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JACKSONVILLE, FL 32203

June 2, 2005

THOMAS K. FURCELL (1947 - 2004)

CLARENCE F. FRAZIER
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Florida Department of State Registration Section Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

TIMOTHY L. FLANAGAN*

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LINDA R. WICKER

LORIE L, CHISM

*LL,M. IN TAXATION

THOMAS D. POINTNER

Re: Lake Wales, LLC, a Nevada Limited Liability Company

Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida

Dear Sir or Madam:

Please find enclosed an Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida to be filed on behalf of Lake Wales, LLC, a Nevada limited liability company, along with an original Certificate of Existence with Status in Good Standing issued by the Nevada Secretary of State. Also enclosed is check number 16101 in the amount of \$125 for payment of the applicable filing fee and resistant agent fee. Please provide acknowledgment of the registration.

Thank you for your assistance. If you have any questions or require additional information, please contact me.

Very truly yours,

You attuan X Mau Ionathan L. Hay

JLH/eb Enclosures

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

Nature of business or purposes to be conducted or promoted in Florida: Entity to Fown Florida Real Property 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.)	uake	Wales, LLC (Name of Fore	eign Limited Liab	ility Company)		
May 19, 2005 (Date of Organization) May 19, 2005 (Date of Organization) (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 9799 St. Augustine, Road., Jacksonville, FL 32257 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here (Street Address of Principal Office) If limited liability company is a manager-managed company, check here Ronald F. LeGrand, 5490 Greenland Road, Jax. FL 32258 David Lansor, 5490 Greenland Road, Jax., FL 32258 Nathan DeBray, 5490 Greenland Road, Jax., FL 32258 Nathan DeBray, 5490 Greenland Road, Jax., FL 32258 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having discording institution under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign limitation under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign limitation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: Entity to Town Florida Real Property 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 penaltics of perjury that the facts stated herein are true.)	Moss- 4	_				
(Date of Organization) (Duration: Year limited Hability company will cease to exist or "perpetual") June 12, 2005 (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 9799 St. Augustine, Road, Jacksonville, FL 32257 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here Ronald F. LeGrand, 5490 Greenland Road, Jax. FL 32258 David Lansor, 5490 Greenland Road, Jax., FL 32258 Nathan DeBray, 5490 Greenland Road, Jax., FL 32258 Nathan DeBray, 5490 Greenland Road, Jax., FL 32258 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having offstody of jurisdiction under the law of which it is expanized. (A photocopy is not acceptable. If the certificate is in a foreign larguage, station of the certificate under eath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: Entity to Pown Florida Real Property 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.)	Jurisdiction und	er the law of which foreign lim	ited liability	(FEI	number, if applicab	le)
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Purcell, Flanagan & Hay, P.A. 1548 Lancaster Terrace Jacksonville, FL 32204 Telephone: (904) 355-0355 Fla. Bar No.: 456586

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:							
Lake Wale	es, LLC			- 			
2. The name and	l the Florida street address o	f the registered age	nt and office are:				
	Ronald	F. LeGrand					
		(Name)					
	9799 St	t. Augustine	Road				
-	Florida Street Addre	ess (P.O. Box NOT AC	CCEPTABLE)				
_	Jacksonville	FL	32257				
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)

~/ /

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, LAKE WALES, LLC, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 19, 2005, and is in good standing in this state.

IN WITNESS WHEREOF, I have him unto set my hand and affixed the Great Seal of States at my office on May 26, 2005.

DEAN HELLER Secretary of State

By Journ !

Certification Clerk