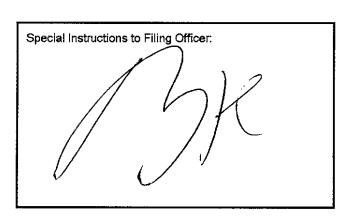
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ACCOUNT NO. : 072100000032

REFERENCE: 427775 4372375

AUTHORIZATION (

COST LIMIT : \$ 130.00

ORDER DATE: June 14, 2005

ORDER TIME : 3:56 PM

ORDER NO. : 427775-005

CUSTOMER NO: 4372375

CUSTOMER: Barbara Stratton

Glankler Brown, Pllc

Suite 1700

One Commerce Square Memphis, TN 38103

#### FOREIGN FILINGS

NAME: GABLES CENTRE, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 2915

EXAMINER: \_\_\_\_

SUM IN BOSS

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO A 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:

June 9, 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)  866 Ridgeway Loop Rd, #150, Memphis, TN 38120  (Street Address of Principal Office)  If limited liability company is a manager-managed company, check here   The name and usual business addresses of the managing members or managers are as figure prosterman, Director & President, 866 Ridgeway Loop Rd, #150, Memphical Clark Butler, Director, 3625 Cumberland Blvd., #400, Atlanta, GA 30335  Dan McEwan, Secretary, 866 Ridgeway Loop Rd, #150, Memphis, TN 38120  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official has principal of the certificate under oath of the translator must be submitted.)  Nature of business or purposes to be conducted or promoted in Florida:  real estate development  Signature of a member or an authorized representative of a m	- A+	A	<del> </del>	
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(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.)	ance with	section 608.40	8(3), F.S.,	the execution of this document constitutes

William T. Mays, Jr., Authorized Person

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	Company is:			
Gables Cer	ntre, LLC				<del></del>
2. The name a	and the Florida street ad	dress of the registe	ered agent and o	ffice are:	
	Corporation Servi	.ce Company			
		(Name)			
	1201 Hays Street				
	Florida Stre	eet Address (P.O. Box	NOT ACCEPTABLE	E)	
	Tallahassee	FL	32301		
		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.

Corporation Service Company

By: Jeanine Reynolds as its agent

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



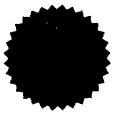
DAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GABLES CENTRE, 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 NINTH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GABLES CENTRE, LLC" WAS FORMED ON THE NINTH DAY OF JUNE, A.D. 2005.

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



Warriet Smith Hindson

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3938744

DATE: 06-09-05