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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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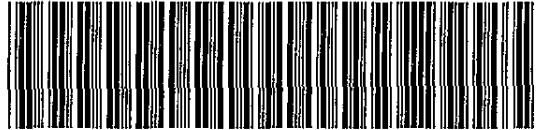
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
OCT 24 PM 12:57
STATE
FLORIDA

NATIONAL RECREATIONAL PROPERTIES OF TEXAS, LLC

Legal Department
One Mauchly
Irvine, California 92618
Telephone: (949) 699-4253
Facsimile: (949) 454-7456

October 21, 2005

VIA FEDERAL EXPRESS

Registration Section
Florida Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: NATIONAL RECREATIONAL PROPERTIES OF TEXAS LLC
a Texas limited liability company; Qualification in Florida

Dear Sir:

Enclosed for filing are the original and one copy of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent/Registered Office and original Certificate of Good Standing issued by the State of Texas. Also enclosed is our check in the amount of \$160.00 to cover your filing fees.

Please file the originals as soon as possible and return a certified copy with the filing information, together with a Certificate of Status. We have enclosed a Federal Express envelope for your convenience.

Please give me a call at 949/699-4253 should you have any questions. Thank you.

Very truly yours,

NATIONAL RECREATIONAL
PROPERTIES OF TEXAS, LLC

Ethel George

Ethel George, Secretary to
Michael L. Schack
Senior Vice President-General Counsel

Enclosures

05 OCT 24 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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. NATIONAL RECREATIONAL PROPERTIES OF TEXAS, LLC
(Name of Foreign Limited Liability Company)

2. TEXAS 3. 54-2182081
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. July 20, 2005 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. NONE
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. ONE MAUCHLY, IRVINE, CA 92618
(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:

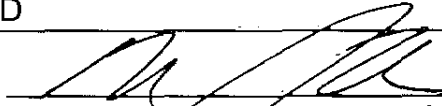
JEFFREY P. FRIEDEN - MANAGER - ONE MAUCHLY, IRVINE, CA 92618

ROBERT D. FRIEDMAN - MANAGER - ONE MAUCHLY, IRVINE, CA 92618

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: PURCHASE AND

SALE OF LAND


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.)

MICHAEL L. SCHACK, ESQ., SR. V.P.-GENERAL COUNSEL

Typed or printed name of signee

FILED IN FLORIDA

**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:

NATIONAL RECREATIONAL PROPERTIES OF TEXAS, LLC

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

NATIONAL RECREATIONAL PROPERTIES OF SUN 'N LAKES, LLC

(Name)

211 U.S. HIGHWAY 27 NORTH

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

SEBRING

FL 33870

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)

Michael L. Schack, Gen. Counsel

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

05 OCT 24 PM 12:57
FILED
SEC. OF STATE
TALLAHASSEE, FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for NATIONAL RECREATIONAL PROPERTIES OF TEXAS, LLC (filing number: 800520730), a Domestic Limited Liability Company (LLC), was filed in this office on July 20, 2005.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 20, 2005.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State