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#### **COVER LETTER**

**TO:** Registration Section Division of Corporations

SUBJECT: 3166 BRECKENRIDGE LLC (Name of Limit	ted Liability Company)	
	bility Company for Authorization to Transact Busine bmitted to register the above referenced foreign limit	
Please return all correspondence concerning this ma	atter to the following:	
MICHAEL C. COOK (Nar	me of Person)	.• ·
MICHAEL C. COOK, P.C.	m/Company)	
509 NORTH TEJON STE	REET (Address)	
COLORADO SPRINGS, (City/Sta	tte and Zip Code)  ase call:	
For further information concerning this matter, plea	m~ —	
MICHAEL C. COOK (Name of Person)	at (719 ) 632-1222 (Area Code & Daytime Telephone Number)	IJ
MAILING ADDRESS: Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	STREET ADDRESS: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301	
Enclosed is a check for the following amount:  \$\Bigsim \frac{1}{25.00}\$ \text{ Filing Fee } \Bigsim \frac{1}{20.00}\$ \text{ Filing Fee & Certificate of } \text{ Certificate of }  Certificate	Status Certified Copy of Status & Certificat	

## 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 RESIDENS IN THE STATE OF FLORIDA:

ENTITED EARLING CONTENT TO TRANSACT BOSINESS IN THE STATE OF TRANSACT.
1. 3166 BRECKENRIDGE LLC
(Name of Foreign Limited Liability Company)
2. COLORADO  (Jurisdiction under the law of which foreign limited liability company is organized)  3. (FEI number, if applicable)
4. FEBRUARY 4, 1999 (Date of Organization)  5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")
6(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 4465 NORTHPARK DRIVE, SUITE 208
COLORADO SPRINGS, CO 80907 (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:  ELLIOT S. COHEN
4465 NORTHPARK DRIVE, SUITE 208
COLORADO SPRINGS, CO 80907
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records 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: OWNERSHIP:
OF INCOME PRODUCING REAL ESTATE
Ellest b. Call
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.)

ELLIOT S. COHEN, 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

ONDERSIONED CONTED CIABILITY CONTENTS SOBRETS THE POLEOWING STATEMENT	
TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF	
FLORIDA.	

1. The name of the Limited Liability Company is:

#### 3166 BRECKENRIDGE LLC

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

MICHELLE L. COHEN
(Name)
1631 JACOBS ROAD
Florida Street Address (P.O. Box NOT ACCEPTABLE)

SOUTH DAYTONA BEACH FL. 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 Designation of Registered Agent 25.00 \$ 30.00 **Certified Copy (optional)** 

5.00 Certificate of Status (optional)

### JFFICE OF THE SECRETARY OF STATE OF THE STATE OF COLORADO

#### CERTIFICATE

L. Ginette Dennis, as the Secretary of State of the State of Colorado, nereov carreaccording to the records of this office,

3166 BRECKENRIDGE LLC

#### is a Limited Liability Company

formed or registered on 02/04/1999 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19991021894 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/13/2005 that have been posted, and by documents delivered to this office electronically through 10/18/2005 @ 08:06:34.

I have affixed hereto the Great Scal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 10/18/2005 @ 08:06:34 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6327135.



Secretary of State of the State of Colorado

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*<u>End of Cer</u>fificata\*

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, http://www.sos.state.co.us/biz/CertificateSearchCriteria.do entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site. http://www.sos.state.co.us/click Business Center and select "Frequently Asked Question: