

m05000006664

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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INCORPORATED

November 28, 2005

Florida Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Filing of Application for Authorization to Transact Business by Foreign Limited Liability Company

Dear Registration Section,

Enclosed is the following:

1. Application for Authorization to Transact Business as a Foreign Limited Liability Company, for **API Properties 389 LLC and API Properties 398 LLC**, and a copy;
2. Certificate of Designation of Registered Agent;
3. Certificate of Existence with Status in Good Standing for said LLC, dated within ninety (90) days, and one copy;
4. Check to Florida Department of State in the amount of \$250.00, representing \$100.00 for the filing fee for each application, \$25.00 for each Designation of Registered Agent;
5. A stamped self-addressed envelope.

Please file the enclosed documents as soon as possible upon receipt of this letter. When filed, please send the documents via the stamped self-addressed envelope, which we have provided.

Thank you very much for your assistance in this matter. It is very important to us that this matter be accomplished in a timely way.

Very truly yours,

Rachel Saephanh,  
Assistant Controller

Enclosures

IRC §1031 "Qualified Intermediary"

Corporate Headquarters • 4160 Douglas Boulevard • Granite Bay, CA 95746  
(916) 791-5991 • (800) 282-1031 • Fax (916) 791-6003

[www.apiexchange.com](http://www.apiexchange.com)

**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. API Properties 389 LLC  
(Name of foreign limited liability company)
2. Nevada 3. 20-3187099  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. July 1, 2005 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. \_\_\_\_\_  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 4160 Douglas Blvd.  
Granite Bay, CA 95746  
(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:

API Properties Nevada, Inc. (Sole Member)

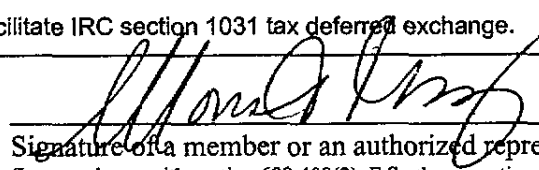
4160 Douglas Blvd.

Granite Bay, CA 95746

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: \_\_\_\_\_

Hold property to facilitate IRC section 1031 tax deferred exchange.

  
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.)

Monika S. Thompson

Typed or printed name of signee

API Properties Nevada, Inc. (Sole Member)

a Nevada corporation (sole member)

**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:

API Properties 389 LLC

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

Cherie Embree

(Name)

6410 Heronwalk Drive

Florida street address (P.O. Box **NOT** ACCEPTABLE)

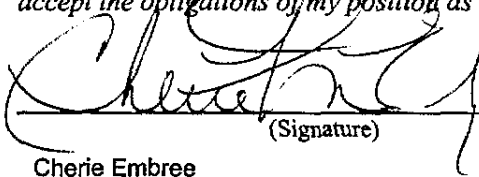
Gulf Breeze

FL

32563

(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, F.S.*

  
(Signature)  
Cherie Embree

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

API Properties Nevada, Inc. (Sole Member)

a Nevada corporation (sole member)

# 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, **API PROPERTIES 389 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 July 1, 2005, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on November 17, 2005.



*Dean Heller*

DEAN HELLER  
Secretary of State

By

*Rhonda L.*  
Certification Clerk

11-17-05 10:11:01