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NATIONAL RECREATIONAL PROPERTIES OF TEXAS, LLC

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

December 21, 2005

VIA FEDERAL EXPRESS

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

Re: NATIONAL RECREATIONAL PROPERTIES OF HOT SPRINGS VILLAGE,
LLC
an Arkansas 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 Arkansas. 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 of 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 HOT SPRINGS
VILLAGE, LLC

Ethel George

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

Enclosures

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**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:

1. NATIONAL RECREATIONAL PROPERTIES OF HOT SPRINGS VILLAGE, LLC
(Name of Foreign Limited Liability Company)

2. ARKANSAS 3. 30-0227496
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. January 12, 2004 5. Perpetual
(Date of Organization) (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. One Mauchly
Irvine, California 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:

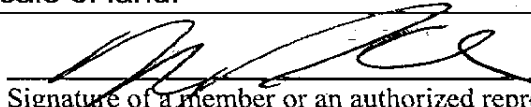
Jeffrey P. Frieden, One Mauchly, Irvine, CA 92618

Robert D. Friedman, 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., General Counsel

Typed or printed name of signee

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**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 HOT SPRINGS VILLAGE, 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, Esq.,
General Counsel

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

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SECRETARY OF STATE



**Arkansas Secretary of State
Charlie Daniels**

State Capitol Building ♦ Little Rock, Arkansas 72201-1094 ♦ 501-682-3409

Certificate of Good Standing

I, Charlie Daniels, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show

**NATIONAL RECREATIONAL PROPERTIES OF HOT SPRINGS
VILLAGE, LLC**

authorized to transact business in the State of Arkansas as a Limited Liability Company, filed Articles of Organization in this office January 12, 2004.

Our records reflect that said entity, having complied with all statutory requirements in the State of Arkansas, is qualified to transact business in this State.



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 21st day of December 2005.



Charlie Daniels
Secretary of State

Online Certificate Authorization Code: ba1d3aea8d506f6

To verify the Authorization Code, visit www.sosweb.state.ar.us

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