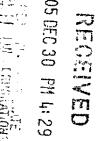
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FLORIDA FILING & SEARCH SERVICES, INC. P.O. BOX 10662 TALLAHASSEE, FL 32302 1333 N. DUVAL STREET, TALLAHASSEE, FL 32303 PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE:

12-30-05

NAME:

GEMINI BOYNTON BEACH 10, LLC

TYPE OF FILING: APPLICATION TO TRANSACT BUSINESS

COST:

\$125 + \$5 + \$30= \$160

RETURN: GOOD STANDING AND CERTIFIED COPY

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAU/I HODGE

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:

| | BOYNTON BEACH 10, LLC (Name of Foreign | ign Limited Liability Company) |
|---------------------------|--|--|
| | Delaware | 3. |
| | n under the law of which foreign limited s organized) | ted liability (FEI number, if applicable) |
| | November 16, 2005 | 5. Perpetual |
| | (Date of Organization) | (Duration: Year limited liability company will sease to exist or "perpetual") |
| | Date first transacted but | usiness in Florida, if prior to registration.) |
| | (See sections 608.501 & 6 | 608.502 F.S. to determine penalty liability) |
| | 16740 Birkdale Commons Park | rkway, Suite 301, Huntersville, North Carolina 28078 |
| | | |
| | (Stre | rect Address of Principal Office) |
| | (out- | |
| If limited | d liability company is a manager- | r-managed company, check here |
| | ne and usual business addresses of | of the managing members or managers are as follows: |
| <u> </u> | | 3 VI III O Talino Diving Tran |
| 11876 Sa | an Pablo Avenue | |
| El Cerito | o, CA 94530 | |
| | cords in the jurisdiction under the law | te, no more than 90 days old, duly authenticated by the official having aw of which it is organized. (A photocopy is not acceptable. If the certificate under oath of the translator must be submitted.) |
| tody of rec n a foreig | of business or purposes to be con- | nducted or promoted in Florida: |
| tody of rec n a foreig | | nducted or promoted in Florida: Real Estate Investment |
| tody of rec n a foreig | | • |
| tody of rec n a foreig | F | • |
| tody of rec n a foreig | Signature of a member | Real Estate Investment er or an authorized representative of a member. 608.408(3), F.S., the execution of this document constitutes |
| tody of rec n a foreig | Signature of a member (In accordance with section 60 an affirmation under the pena | Real Estate Investment er or an authorized representative of a 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.

| . The name of the Limited Liability Company is: |
|---|
| GEMINI BOYNTON BEACH 10, LLC |
| . The name and the Florida street address of the registered agent and office are: |
| Registered Agent Solutions, Inc. |
| (Name) |
| 1333 N. Duval Street |
| Florida Street Address (P.O. Box NOT ACCEPTABLE) |
| |
| Tallahassee, Florida 32303 |
| 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.

By: (Signature)

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

PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GEMINI BOYNTON BEACH 10, 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 THIRTIETH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GEMINI BOYNTON BEACH 10, LLC" WAS FORMED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2005.

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

Warriet Smith Hindson Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4415585

DATE: 12-30-05

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