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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

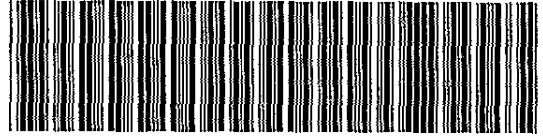
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LAW OFFICES OF  
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PROFESSIONAL ASSOCIATION

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AIMEE ELIZABETH COLLINS  
BUSINESS TRANSACTIONS AND LITIGATION

January 4, 2006

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

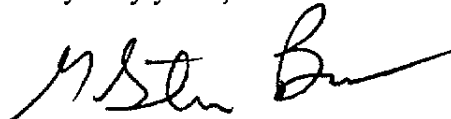
Re: Xanthus Real Estate, LLC

To Whom It May Concern:

Enclosed please find the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Cover Letter, Certificate of Good Standing from the State of Delaware, Certificate of Designation of Registered Agent/Registered Office, and our check in the amount of \$125.00 for the filing fee and designation of registered agent.

Please return all correspondence concerning this matter to the undersigned. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

  
G. Steven Brown

GSB:cm

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** XANTHUS REAL ESTATE LLC  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

G. STEVEN BROWN

(Name of Person)

HENDRY, STONER, CALANDRINO & BROWN, P.A.

(Firm/Company)

20 N. ORANGE AVENUE, SUITE 600

(Address)

ORLANDO, FLORIDA 32801

(City/State and Zip Code)

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DIVISION OF CORPORATIONS  
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For further information concerning this matter, please call:

G. STEVEN BROWN

(Name of Person)

at ( 407 ) 843-5880

(Area Code & Daytime Telephone Number)

**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:

☒ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**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. XANTHUS REAL ESTATE LLC  
(Name of Foreign Limited Liability Company)

2. DELAWARE 3. 20-3876633  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. NOVEMBER 30, 2005 5. PERPETUAL  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON QUALIFICATION  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 3501 SILVERSIDE ROAD, NAAMAN'S BUILDING, SUITE 206  
WILMINGTON, DE 19810  
(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:

<u>PAUL SIMPSON</u>	<u>ADRIENNE SIMPSON</u>
<u>31 SPANIARDS CLOSE</u>	<u>31 SPANIARDS CLOSE</u>
<u>LONDON NW11 6TH, UK</u>	<u>LONDON NW11 6TH, UK</u>

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: INVESTMENT

  
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.)

G. STEVEN BROWN

Typed or printed name of signer

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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:

XANTHUS REAL ESTATE LLC

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

HENDRY, STONER, CALANDRINO & BROWN, P.A.

(Name)

20 N. ORANGE AVENUE, SUITE 600

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

ORLANDO, FL 32801

City/State/Zip

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*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.*

*Hendry, Stoner, Calandrino & Brown, P.A.*

by: *B. Stoner Brown*

(Signature)

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

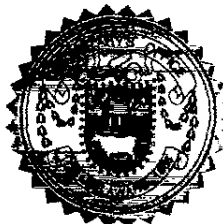
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "XANTHUS REAL ESTATE 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 TWENTY-SECOND DAY OF DECEMBER, A.D. 2005.

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DIVISION OF CORPORATIONS  
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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4399305

DATE: 12-22-05