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F I L E D A T T O R N E Y

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Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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From:
Account Name : FIELDSTONE LESTER SHEAR & DENBERG
Account Number : 119990000180
Phone : (305) 357-5775
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FLORIDA/FOREIGN LIMITED LIABILITY CO

BRAY & GILLESPIE LLC XLIV

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

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06 FEB 14 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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61

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. BRAY & GILLESPIE LLC XLIV
(Name of Foreign Limited Liability Company)
2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. N/A
(FEI number, if applicable)
4. 02/01/2006
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 02/01/2006
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 600 NORTH ATLANTIC AVENUE,
DAYTONA BEACH, FLORIDA 32118
(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:

CHARLES A. BRAY, 600 NORTH ATLANTIC AVENUE, DAYTONA BEACH FL 32118

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: _____

REAL ESTATE INVESTMENTS

Charles A. Bray
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.)

CHARLES A. BRAY

Typed or printed name of signor

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06 FEB 14 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/14/06 14:25 FAX 3053575781

F L S D ATTORNEY

0003
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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:

BRAY & GILLESPIE LLC XLIV

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

CHARLES A. BRAY

(Name)

600 NORTH ATLANTIC AVENUE,

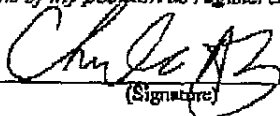
Florida Street Address (P.O. Box NOT ACCEPTABLE)

DAYTONA BEACH

FL 32118

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
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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TALLAHASSEE, FLORIDA

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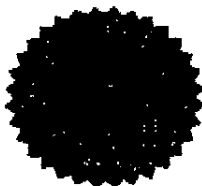
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "BRAY & GILLESPIE LLC XLIV", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2006, AT 4:30 O'CLOCK P.M.

FILED
06 FEB 14 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



4103804 8100

060097925

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4494149

DATE: 02-01-06

(4060000395543)

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**CERTIFICATE OF FORMATION
OF
BRAY & GILLESPIE LLC XLIV**

The undersigned being an authorized person for purposes of executing this Certificate of Formation on behalf of BRAY & GILLESPIE LLC XLIV, a Delaware Limited Liability Company (the "LLC"), desiring to comply with the requirements of 6 Del. C. § 18-201 and the other provisions of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq. (the "Act"), hereby certifies as follows:

1. Name of the LLC. The name of the LLC is BRAY & GILLESPIE LLC XLIV.
2. Registered Office and Registered Agent of the LLC. The name of the registered agent for service of process on the LLC in the State of Delaware is The First State Registered Agent Company. The address of the registered agent of the LLC and the address of the registered office of the LLC in the State of Delaware is 1925 Lovering Avenue, City of Wilmington, County of New Castle, Delaware 19806.

IN WITNESS WHEREOF, the undersigned hereby executes this Certificate of Formation in accordance with the provision of 6 Del. C. § 18-201 this 1st day of February, 2006.


EMMANUEL G. FOURNARIS, Authorized Person

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TALLAHASSEE, FLORIDA

\\LIBRARY\CLIENTS\BRAY & GILLESPIE\TREASURE ISLAND GIFT SHOP\NO. 3\CORPORATE\ARTICLES OF ORGANIZATION (BRAY LLC XLIV).DOC

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:30 PM 02/01/2006
FILED 04:30 PM 02/01/2006
SRV 060097825 - 4103804 FILE

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRAY & GILLESPIE LLC XLIV" 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 FIRST DAY OF FEBRUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRAY & GILLESPIE LLC XLIV" WAS FORMED ON THE FIRST DAY OF FEBRUARY, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

FILED
FEB 14 AM 10:14
DELAWARE STATE
SECRETARY OF STATE
HARRIET SMITH WINDSOR
FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4494150

060097925

DATE: 02-01-06

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