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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Spanish Trace of Orlando GP, LLC**

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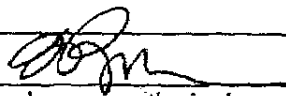
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*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. Spanish Trace of Orlando GP, LLC  
(Name of Foreign Limited Liability Company)
  2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
  3. not applicable  
(FBI number, if applicable)
  4. December 27, 2005  
(Date of Organization)
  5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
  6. business to be transacted after registration  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
  7. 1930 Stonegate Drive, Birmingham, Alabama 35242  
(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:  
Spanish Trace of Orlando, LP, 1930 Stonegate Drive, Birmingham, Alabama 35242
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

  
 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.)  
 Spanish Trace of Orlando, LP, Its Manager, By: Spanish Trace of Orlando, Inc.,  
 Its General Partner By: J. Frank Barefield, Jr., Its President  
 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:

Spanish Trace of Oriando GP, LLC

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

James P. Panico

(Name)

111 South Maitland, Suite 100

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

Maitland

FL 32751

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.*

*James P. Panico*  
(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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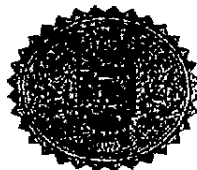
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPANISH TRACE OF ORLANDO GP, 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 TWENTIETH DAY OF JANUARY, A.D. 2006.

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



4084740 8300

060057644

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 44632

DATE: 01-20-06

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TALLAHASSEE, FLORIDA

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