

M06000001373

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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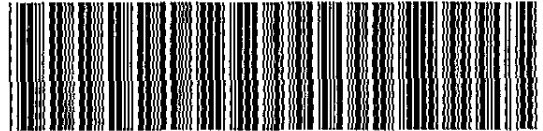
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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850 PARK SHORE DRIVE
TRIANON CENTRE - THIRD FLOOR
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239.649.2706 DIRECT
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March 7, 2006

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

FILED
2006 MAR -8 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Application by Foreign Limited Liability Company for Authorization to Transact
Business in the State of Florida (the "Application")

Ladies and Gentlemen:

Enclosed please find our firm check in the total amount of \$160.00 to cover the Filing Fee, Designation of Registered Agent, Certified Copy and Certificate of Status in connection with the above referenced Application. Please have NAP Investors II LLC, an Ohio limited liability company qualified to transact business in the State of Florida.

Please let me know if you have any questions.

Sincerely yours,



Braden J. Montierth
For the Firm

BJM/pag
Enclosure as Stated
cc: Stephen E. Thompson, Esquire
Carla C. Campbell

**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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. NAP Investors II LLC
(Name of Foreign Limited Liability Company)

2. Ohio
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 20-2768654
(FEI number, if applicable)

4. May 2, 2005
(Date of Organization)

5. perpetual
(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)

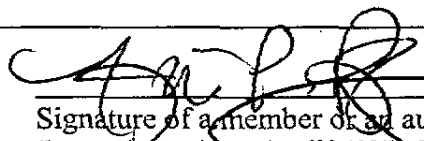
7. 212 East Third Street, Suite 300
Cincinnati, Ohio 45202
(Street Address of Principal Office)

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:
NAP II Investments Management Company, Inc.
212 East Third Street, Suite 300
Cincinnati, Ohio 45202

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 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.)
Kevin P. Riley, Treasurer of Manager

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

NAP Investors II LLC

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

R&A Agents, Inc.

(Name)

850 Park Shore Drive, Trianon Centre, 3rd Floor
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Naples

FL

34103

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.

R&A Agents, Inc., Registered Agent

By:

Stephen C. Thompson (Signature) Thompson, Assistant Secretary

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

**United States of America
State of Ohio
Office of the Secretary of State**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show NAP INVESTORS II LLC, an Ohio Limited Liability Company, Registration Number 1538274, was organized within the State of Ohio on May 02, 2005, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 23rd day of February, A.D. 2006*

J. Kenneth Blackwell

Ohio Secretary of State