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T. HAMPTON

APR 18 2008

EXAMINER



MORRIS, MANNING & MARTIN, LLP
ATTORNEYS AT LAW

April 17, 2008

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Penny J. Farr
404-504-5468
pjf@mmmlaw.com
www.mmmlaw.com

RE: Ginn-LA Promenade CC, LLC (Georgia domestic)

Dear Sirs:

Please file the following documents in order to qualify the above referenced entity in Florida. Enclosed are the following documents for the qualification:

1. Application for Authorization to Transact Business in Florida (original and one copy)
2. Certificate of Designation of Registered Agent
3. Certificate of Existence from Georgia
4. Check to Florida Department of State for \$125.00 fee.

For your convenience, I have enclosed a return envelope. Please process the Application and return the Certificate of Authorization to the undersigned.

Please call me if you have questions or concerns. Thank you for handling these filings for us.

Regards,

MORRIS, MANNING & MARTIN, LLP

Penny J. Farr
Paralegal
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ginn-LA Promenade CC, 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:

Penny J. Farr
(Name of Person)

Morris Manning & Martin, LLP
(Firm/Company)

3343 Peachtree Road, Suite 1600
(Address)

Atlanta, Georgia 30326
(City/State and Zip Code)

For further information concerning this matter, please call:

Penny J. Farr at (404) 504-5468
(Name of Person) (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. Ginn-LA Promenade CC, LLC
(Name of Foreign Limited Liability Company)

2. Georgia 3. 26-2374603
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. April 9, 2008 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)

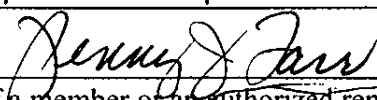
7. Suite 130, 31 Lupi Court
Palm Coast, Florida 32137-4761
(Street Address of Principal Office)

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:
Robert F. Masters, Manager
1 Hammock Beach Parkway
Palm Coast, Florida 32137

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: any and all lawful
business not specifically prohibited to profit LLC's under the laws of the state of Florida


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.)

Penny J. Farr

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:

Ginn-LA Promenade CC, LLC

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

Charles P. DeMartin, Esq.

(Name)

31 Lupi Court, Suite 130

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

Palm Coast,

FL 32137

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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STATE OF GEORGIA

Secretary of State

Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

GINN-LA PROMENADE CC, LLC

Domestic Limited Liability Company

was formed or was authorized to transact business on 04/09/2008 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 9th day of April, 2008

Karen C Handel
Secretary of State