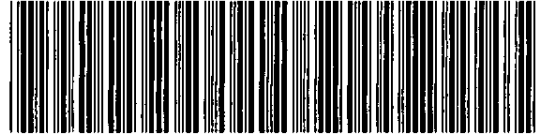


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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D. BRUCE

AUG 11 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WACO, 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:

Carla L. Sevenster, Paralegal
(Name of Person)
Gordon Thomas Honeywell et al.
(Firm/Company)
1201 Pacific Avenue, Suite 2100
(Address)
Tacoma, WA 98402
(City/State and Zip Code)

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For further information concerning this matter, please call:

Carla L. Sevenster at (253) 620-6518
(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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. WACO, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

WACO JUPITER, LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. State of Washington 3. 91-1193219
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. September 14, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. July 2008
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 600 University Street, Suite 2100
Seattle, WA 98101
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

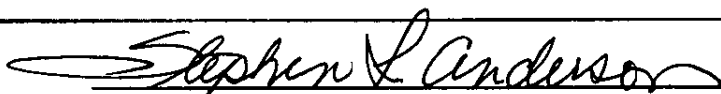
9. The name and usual business addresses of the managing members or managers are as follows:

Stephen L. Anderson, 600 University St., Ste 2100, Seattle, WA 98101

B. Alan Wiley, 600 University St., Suite 2100, Seattle, WA 98101

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: Own real property



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.)

STEPHEN L. ANDERSON

Typed or printed name of signee

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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:

WACO, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

WACO JUPITER, LLC

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

CT Corporation System

(Name)

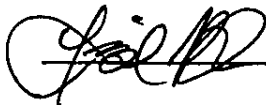
1200 S. Pine Island Road

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

Plantation FL 33324

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.



Liezel Barraca, Assistant Secretary CT Corporation System

(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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**WRITTEN UNANIMOUS CONSENT RESOLUTION
IN LIEU OF MEETING
BY THE MANAGERS OF WACO, LLC**

Pursuant to the provisions of the Revised Code of Washington, RCW 25.15.165, the undersigned, being all the Managers of WACO, LLC, a Washington limited liability company (the "Company"), acting without a meeting in their respective capacities, hereby unanimously adopt the following resolutions and do hereby unanimously consent to the taking of the actions therein set forth:

RECITAL: The Company has decided to purchase real property in the State of Florida and needs to obtain authority to transact business in Florida. The name WACO, LLC may not be available in Florida.

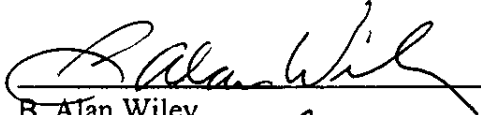
RESOLVED, that if the name WACO, LLC is not available for registration in Florida, the Company shall register for authority to transact business in Florida under the alternate name of WACO JUPITER, LLC.

FURTHER RESOLVED, that either of the Managers, acting independently, without the other, or collectively, with the assistance of legal counsel, are authorized and directed to take such other steps as may be necessary, advisable, convenient or proper to register the Company in Florida.

Execution of this consent shall constitute a waiver of notice and shall have the same force and effect as a unanimous vote of all the members when signed by all the undersigned. This consent may be signed in counterparts. For the purpose of execution of this consent, a facsimile signature shall constitute an original signature.

DATED this 6th day of August, 2008.

MANAGERS:


B. Alan Wiley


Stephen L. Anderson

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TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

I, **SAM REED**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION OF WACO, LLC

I **FURTHER CERTIFY** that the records on file in this office show that the above named Limited Liability Company was formed under the laws of the State of WA and was issued a Certificate Of Formation in Washington on 4/22/1999.

I **FURTHER CERTIFY** that as of the date of this certificate, WACO, LLC remains active and has complied with the filing requirements of this office.

Date: July 25, 2008

UBI: 601-949-122

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TALLAHASSEE, FLORIDA



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State