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JAN 15 2009

**EXAMINER** 



ACCOUNT NO. : 07210000032 REFERENCE: 859061 5015930 AUTHORIZATION ORDER DATE: January 14, 2009 ORDER TIME : 1:08 PM ORDER NO. : 859061-005 CUSTOMER NO: 5015930 FOREIGN FILINGS NAME: RC PROPERTIES VIII, LLC XXXX QUALIFICATION (TYPE: LL) PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY PLAIN STAMPED COPY \_ CERTIFICATE OF GOOD STANDING

EXAMINER:

CONTACT PERSON: Joyce Markley -- EXT# 2930

#### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN

1. RC Properties VIII, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "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. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)

(FEI number, if applicable)

	Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) ompany is organized)
4.	January 13, 2009  (Date of Organization)  5. perpetual  (Duration: Year limited liability company will cease to exist or "perpetual")
6.	(Data first temperated business in Blackle Manhada scalerables)
	(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7.	One Meridian Crossings, Suite 100, Minneapolis, MN 55423
	(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:
	RFC Construction Funding, LLC, One Meridian Crossings, Suite 100

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 cath of the translation must be submitted.)

11. Nature of business or purposes to be conducted or premoted in Florida: To engage in any lawful act or activity for which RO Properties VIII ALC is formed.

Minneapolis, MN 55423

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.)

Michelle in Switzer

Typed or printed name of signee

### 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	of the Limited Liability Co	ompany is:	
RC Propertie	es VIII, LLC		
If name unava	ilable, the alternate name	to be used in the state of Florida is:	
2. The name a	and the Florida street addr	ess of the registered agent and office are:	
	Corporation Service Company		
		(Name)	
	1201 Hays Street		
Florida Street Address (P.O. Box NOT ACCEPTABLE)			
	Tallahassee	<sub>FL</sub> 32301	
		Clty/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.

Corporation Service Company

BY: 100000 ASST Soc

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

## Delaware

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RC PROPERTIES VIII, 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 FOURTEENTH DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RC PROPERTIES VIII, LLC" WAS FORMED ON THE THIRTEENTH DAY OF JANUARY, A.D. 2009.

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

090034995

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 7080768

DATE: 01-14-09

8300

You may verify this certificate online at corp.delaware.gov/authver.shtml