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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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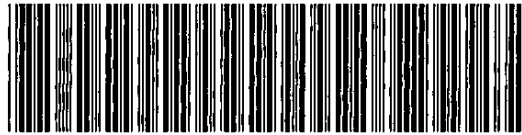
(Business Entity Name)

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T. CLINE

JAN 27 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GANG-WOODRUFF PROPERTIES OF FLORIDA, 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:

ERIC J. STECZ

(Name of Person)

BAKER, DUBLIKAR, BECK, WILEY & MATHEWS

(Firm/Company)

400 S. MAIN STREET

(Address)

NORTH CANTON, OH 44720

(City/State and Zip Code)

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For further information concerning this matter, please call:

ERIC J. STECZ

(Name of Person)

at (330) 499-6000

(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 TRANSACT 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. GANG-WOODRUFF PROPERTIES OF FLORIDA, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
G-W PROPERTIES OF FLORIDA, 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 OHIO 3. 26-3401746
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 1, 2008 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. FL - 4084 Simkins Avenue, North Port, FL 34286
OH - 2294 Eastwood Avenue, Akron, OH 44305
(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:
Kenneth E. Gang, 4084 Simkins Avenue, North Port, FL 34286
MGRM

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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
Holding Company.

Kenneth E. Gang
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.)
Kenneth E. Gang
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 the Limited Liability Company is:

GANG-WOODRUFF PROPERTIES OF FLORIDA, LLC

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

G-W PROPERTIES OF FLORIDA, LLC

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

KENNETH E. GANG
(Name)
4084 SIMKINS AVENUE
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)
NORTH PORT, FL 34286
City/State/Zip

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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)

**RESOLUTION OF MEMBERS
GANG-WOODRUFF PROPERTIES OF FLORIDA, LLC
JANUARY 21, 2009**

Pursuant to written notice provided to all members of a special meeting:

1. The first and only matter of business to come before the meeting was the choice of an alternate name to use in the State of Florida, should Gang-Woodruff Properties of Florida, LLC not be available. The members voted and decided that the alternate name will be G-W Properties of Florida, LLC.

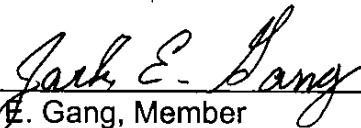
It is therefore **RESOLVED** that the acts and transactions of the members of the company prior to the date of this resolution are hereby ratified and approved.

There being no further business to come before the meeting, upon motion duly made and seconded, the meeting was adjourned.



Kenneth E. Gang - Managing Member

ATTESTED TO BY:



Jack E. Gang, Member

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**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, Jennifer Brunner, 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 business entities; that said records show GANG-WOODRUFF PROPERTIES OF FLORIDA, LLC, an Ohio For Profit Limited Liability Company, Registration No. 1801234, was organized within the State of Ohio on October 01, 2008, 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 18th day of December, A.D. 2008.

Jennifer Brunner
Ohio Secretary of State