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EXAMINER



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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 832077 7110069

AUTHORIZATION :

COST LIMIT : \$ 125.00

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DIVISION OF CORPORATIONS
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[Handwritten Signature]

ORDER DATE : June 30, 2011

ORDER TIME : 4:35 PM

ORDER NO. : 832077-120

CUSTOMER NO: 7110069

FOREIGN FILINGS

NAME: ARCHWAY COMMUNITY PROPERTIES
II, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 2933

EXAMINER: _____

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. Archway Community Properties II, 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)

3. 45-1804665
(FEI number, if applicable)

4. 02/15/2011
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to
exist or "perpetual")

6. 04/01/2011
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 1601 North Sepulveda Boulevard, #641
Manhattan Beach, CA 90266
(Street Address of Principal Office)

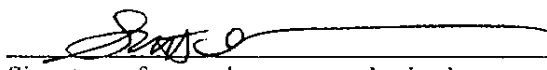
8. If limited liability company is a manager-managed company, check here ☐

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

Archway Community Properties LLC
1601 N. Sepulveda Blvd., #641
Manhattan Beach, CA 90266

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 Property Management; Acquisition and Disposition of 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. I am aware that any false information submitted in a
document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

By: Archway Community Properties, LLC, a Delaware Limited Liability Company, its Manager

Typed or printed name of signee

By: Scott Chalmers, Managing Member

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
11 JUL -11 PM 2:06

**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:

Archway Community Properties II, LLC

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

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL 32301

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.

Corporation Service Company

By: 

(Signature)

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

MEMBER INFORMATION

Name: Jayro Holdings, LLC
Title: Member
Address: 811 10th Street, Manhattan Beach, CA 90266

Name: Superior Investments, Inc.
Title: Member
Address: 818 8th Street, Manhattan Beach, CA 90266

Name: Kevin and Charron Power
Title: Member
Address: 554 Arbolada Drive, Arcadia, CA 91006

Name: Crandall Family Trust
Title: Member
Address: 3305 Walnut Ave, Manhattan Beach, CA 90266

Name: Jenkins Family Revocable Trust
Title: Member
Address: 2515 Manhattan Ave, Manhattan Beach, CA 90266

Name: Gordon Family Trust
Title: Member
Address: 729 33rd Street, Manhattan Beach, CA 90266

Name: Lung Wan Tony Lam
Title: Member
Address: 2510 S. Alma Street, San Pedro, CA 90266

Name: Lawrence D. Borger
Title: Member
Address: 1603 Sorrell Rd., Malvern, PA 19355

Name: Selman Chapman Living Trust
Title: Member
Address: 725 Latimer Road, Santa Monica, CA 90402

Member Information

Name: Fifth Street MB Partners, LLC
Title: Member
Address: 1230 5th Street, Manhattan Beach, CA 90266

Name: Kenrick Ventures, Inc.
Title: Member
Address: 1245 5th Street, Manhattan Beach, CA 90266

Name: Larry and Christine Mirick
Title: Member
Residence &
Business Address: 644 26th Street, Manhattan Beach, CA 90266

Name: HSS Ventures LLC
Title: Member
Address: 1237 5th Street, Manhattan Beach, CA 90266

Name: Goldberg Family Trust
Title: Member
Address: 1510 9th Street, Manhattan Beach, CA 90266

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARCHWAY COMMUNITY PROPERTIES II, 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 THIRTIETH DAY OF JUNE, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ARCHWAY COMMUNITY PROPERTIES II, LLC" WAS FORMED ON THE FIFTEENTH DAY OF FEBRUARY, A.D. 2011.


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

4940480 8300

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8875659

DATE: 06-30-11