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Florida Department of State

Division of Corporations
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Division of Corporations
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAForeign Limited Liability Company
JOHNSON REA ESTATE INVESTORS LLC

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

A. LUNT

OCT 26 2011

EXAMINE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Johnson Real Estate Investors 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:

Lou Ann Morse

Name of Person

Aspen Square Management, Inc.

Firm/Company

380 Union St., Suite 300

Address

West Springfield, MA 01089

City/State and Zip Code

lou_ann_morse@aspensquare.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lou Ann Morse

Name of Person

at 413

Area Code & Daytime Telephone Number

-39-6381

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
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

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2011 OCT 25 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Johnson Real Estate Investors 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. Massachusetts

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 04-2540540

(FEI number, if applicable)

4. January 7, 2010

(Date of Organization)

5. perpetual

(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. 380 Union Street, Suite 300

West Springfield, MA 01089

(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:

JREI LLC

380 Union St., Suite 300

West Springfield, MA 01089

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: See Exhibit A attached hereto.

JOHNSON REAL ESTATE INVESTORS LLC by JREI LLC, its Manager by Nepsa Manager LLC, its Manager
by Nepsa Manager, LLC, its Manager

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.)

Jeffrey M. Strole

Assistant Vice President

John Harrison Assistant Treasurer

Typed or printed name of signer

2011 OCT 25 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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EXHIBIT A

11. Nature of business or purposes to be conducted or promoted in Florida:

The Company is organized for the purpose of transacting the following business and carrying on the following activities: (i) hire, employ, manage, discharge, pay, compensate or otherwise deal with persons or entities who perform work or furnish services; (ii) perform bookkeeping, accounting and payroll services and (iii) acquire, develop, construct, improve, finance, mortgage, hold, own, operate, lease and sell or otherwise dispose of real estate.

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SECRETARY OF STATE
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:

Johnson Real Estate Investors 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:

CT Corporation System

(Name)

1200 South 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.

By:

CT Corporation System

(Signature)

Lauren H. Kreatz
Special Assistant
Secretary

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 OCT 25 AM 10:20

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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

October 24, 2011

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

JOHNSON REAL ESTATE INVESTORS LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on January 7, 2010.

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation or withdrawal; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: JREI LLC

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: JREI LLC

The names of all persons authorized to act with respect to real property listed in the most recent filing are: JREI LLC



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth