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(((H11000273235 3)))



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Account Name : CNL FINANCIAL GROUP, INC.

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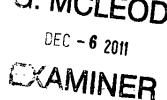
Foreign Limited Liability Company CLP Kirkwood Mountain, LLC

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G. MCLEOD



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## 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:

ЦМ	ITTED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:	
1	CLP Kirkwood Mountain, LLC	
•	(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")	
çon	name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting busines	
2. l	Delaware  3	
ċ	company is organized)	
4.	November 4, 2011 5. perpetual	
	(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")	io o
6.	upon qualification	
•	(Date first transacted business in Florida, if prior to registration.)	
7.	450 S. Orange Avenue	
	Orlando, FL 32801 アイ	7
•	(Street Address of Principal Office)	<u>. iu</u>
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:	-
	Please see attached	
		_
		_
	Attached is an original certificate of existence, no more than 90 days old, duty authenticated by the official having custody of	
	jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, station of the certificate under cath of the translator must be submitted.)	A.
	•	
	Nature of business or purposes to be conducted or promoted in Florida:	
9	owner/lessor of skl resort property	<u>_</u> .
	back	
	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.)	
	Holly J. Greer	

Typed or printed name of signee

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### CLP KIRKWOOD MOUNTAIN, LLC. - Officers

#### **MANAGERS**

Name Holly J. Greer Joseph T. Johnson Sharon A. Yester	Title Manager Manager Manager	Role Manager Manager Manager
OFFICERS		
Name	Title	Role
Robert A. Bourne	Treasurer	Officer
Holly J. Greer	Secretary, Senior Vice President	Officer
Joseph T. Johnson	Senior Vice President	Officer
Stephen H. Mauldin	President	Officer
Amy J. Patterson	Assistant Secretary	Officer
Kay S. Redlich	Senior Vice President Finance & Technology	Officer
Stephen Rice	Senior Vice President	Officer
Joshua J. Taube	Vice President	Officer
Sharon A. Yester	Senior Vice President	Officer

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# 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:
CLP Kirkwood Mountain, 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:
Amy J. Patterson
(Name)
450 S. Orange Avenue
Florida Street Address (P.O. Box NOT ACCEPTABLE)
Orlando <sub>FL</sub> 32801
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.  (Signature)
\$ 100.00 Filing Fee for Application

Designation of Registered Agent

Certified Copy (optional)

Certificate of Status (optional)

\$ 25.00

\$ 30.00

5.00

# Delaware

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## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "CLP KIRKWOOD MOUNTAIN, 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 SEVENTH DAY OF NOVEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CLP KIRKWOOD MOUNTAIN, LLC" WAS FORMED ON THE FOURTH DAY OF NOVEMBER, A.D. 2011.

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

5061531 8300

111167269

You may varify this cortificate online at corp. delaware. gov/authver. shtml

AUTHENTY CATION: 9139029

DATE: 11-07-11