

Division of Corporations

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**M1400003261**

Florida Department of State  
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**Foreign Limited Liability Company  
THOMAS RANCH LAND PARTNERS GP, LLC**

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MAY 14 2014  
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**APPLICATION BY THOMAS RANCH LAND PARTNERS GP, LLC,  
FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with Section 605.0902, Florida Statutes, the following is submitted to register Thomas Ranch Land Partners GP, LLC, a Delaware limited liability company (the "Company"), to transact business in the State of Florida:

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1. The name of the Company is:

Thomas Ranch Land Partners GP, LLC

2. The jurisdiction under the law of which the Company is organized is Delaware.

3. The date the Company was organized in Delaware is May 13, 2014.

4. The duration of the Company is perpetual.

5. The date the Company first transacted business in Florida is upon the filing of this application.

6. The street address and the mailing address of the principal office of the Company is c/o E. John Wagner, II, 200 South Orange Avenue, Sarasota, Florida 34236.

7. The Company is a manager-managed limited liability company.

8. The name of the Florida registered agent and the address of the Florida registered office of the Company is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

9. The name and usual business address of the Manager of the Company is as follows:

Thomas Ranch Manager, LLC, a Delaware limited liability company  
2711 Centerville Road, Suite 400  
Wilmington, Delaware 19808

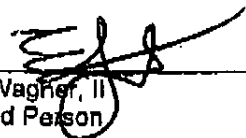
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of the records in the jurisdiction under the law of which the Company is organized.

11. The purpose of the Company authorized in Delaware and to be carried out in the State of Delaware is to engage in any lawful act or activity for which limited liability companies

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may be organized under the Delaware Limited Liability Company Act and the Florida Limited Liability Company Act.

Dated this 13<sup>th</sup> day of May 2014.


  
E. John Wagner, II  
Authorized Person

In accordance with section 805.0203, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

By execution hereof, the undersigned accepts appointment as registered agent of the Company, and acknowledges that it is familiar with, and accepts, the obligations of that position.

**Corporation Service Company**

By:   
Amanda Winnington, Assistant Vice  
President

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THOMAS RANCH LAND PARTNERS GP, 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 THIRTEENTH DAY OF MAY, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THOMAS RANCH LAND PARTNERS GP, LLC" WAS FORMED ON THE THIRTEENTH DAY OF MAY, A.D. 2014.

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

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1367309

DATE: 05-13-14

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