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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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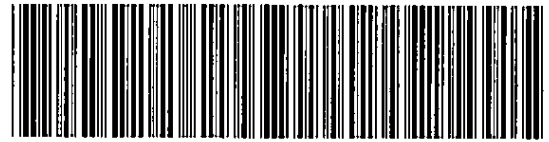
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B KINSEY
JUN 19 2019

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SILVERLEAF RESORTS, 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:

LEE VAUGHAN

Name of Person

SILVERLEAF RESORTS, LLC

Firm/Company

1201 ELM STREET, SUITE 4600

Address

DALLAS, TX 75270

City/State and Zip Code

LVAUGHAN@ORANGELAKE.COM

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

For further information concerning this matter, please call:

LEE VAUGHAN

Name of Contact Person

at (407)

Area Code

315-8545

Daytime Telephone Number

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:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☒ \$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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TALLAHASSEE, FLORIDA
STATE DEPT OF STATE

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY
COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Silverleaf Resorts, 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. The alternate name must include "Limited Liability Company," "L.L.C." or "LLC.")

2. Texas 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 03/31/2019
(Date first transacted business in Florida, if prior to registration)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 8505 W Irlo Bronson Memorial Hwy 6. 8505 W Irlo Bronson Memorial Hwy
(Street Address of Principal Office) (Mailing Address)

Kissimmee, FL 34747 Kissimmee, FL 34747

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Patricia A. Boverie
(Registered agent's signature) Patricia A. Boverie, Asst Secretary

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TALLAHASSEE, FLORIDA

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

Title or Capacity: **Name and Address:**
☒ Manager Name: Thomas R. Nelson
☐ Member Address: 8505 W Irlo Bronson
☐ Authorized Memorial Hwy
Person Kissimmee, FL 34747
☐ Other _____ ☐ Other _____

Title or Capacity: **Name and Address:**
☒ Manager Name: Brian T. Lower
☐ Member Address: 8505 W Irlo Bronson
☐ Authorized Memorial Hwy
Person Kissimmee, FL 34747
☐ Other _____ ☐ Other _____

☒ Manager Name: Michael J. Thompson
☐ Member Address: 8505 W Irlo Bronson
☐ Authorized Memorial Hwy
Person Kissimmee, FL 34747
☐ Other _____ ☐ Other _____

☒ Manager Name: Sonya Dixon
☐ Member Address: 8505 W Irlo Bronson
☐ Authorized Memorial Hwy
Person Kissimmee, FL 34747
☐ Other _____ ☐ Other _____


☒ Manager Name: Christina Hatfield
☐ Member Address: 1201 Elm Street
☐ Authorized Suite 4600
Person Dallas, TX 75270
☐ Other _____ ☐ Other _____

☐ Manager Name: _____
☐ Member Address: _____
☐ Authorized _____
Person _____
☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.



Signature of an authorized person
Michael Thompson

Typed or printed name of signee

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



David Whitley
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for Silverleaf Resorts, LLC (file number 803279271), a Domestic Limited Liability Company (LLC), was filed in this office on March 29, 2019.

It is further certified that the entity status in Texas is in existence.

Delayed Effective date: March 31, 2019

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 01, 2019.



A handwritten signature in black ink, appearing to read "David Whitley".

David Whitley
Secretary of State