

M97000000026



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 235397 80640A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 24, 1997

ORDER TIME : 10:56 AM

ORDER NO. : 235397-005

CUSTOMER NO: 80640A

CUSTOMER: John A. Attaway, Jr., Esq
Lane Trohn Clarke Bertrand
One Lake Morton Drive

Lakeland, FL 33801

FOREIGN FILINGS

NAME: GHG GARDENS, LLC.

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-01/29/97--01016--010
****192.50 ****192.50

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED
97 JAN 24 PM 3:15
TALLAHASSEE, FLORIDA

RECEIVED
96 JAN 24 PM 1:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. GHG Gardens, LLC.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.)

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

4. January 21, 1997 5. December 31, 2046
(Date of Organization) (Duration: Year limited liability company will
cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. c/o Gatehouse Group, Inc., 313 Congress Street, Boston, Massachusetts 02210

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Marc S. Plonskier</u>	<u>Mgrm</u>	<u>David J. Canepari</u>	<u>Mgrm</u>
<u>% Gatehouse Group, 313 Congress St.</u>		<u>(SAME)</u>	
<u>Boston, MA 02210</u>			
_____	_____	_____	_____
_____	_____	_____	_____
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_____	_____	_____	_____

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of GHG Gardens, LLC

deposes and says:

1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is

3) if any, the agreed value of property other than cash contributed by member(s) is
A description of the property is attached and made a part hereto.

4) the amount of cash or property anticipated to be contributed by member(s) is
This total includes amounts from 2 and 3 above.

5) the total amount of cash or property anticipated to be contributed by member(s) is

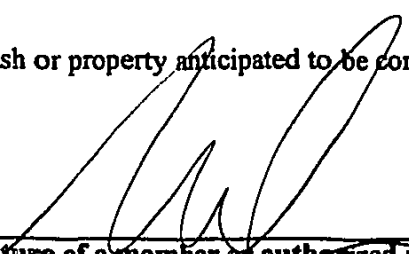
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

\$ 100.00

\$ -0-

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\$ 100.00



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

GHG Gardens, LLC

2. The name and address of the registered agent and office is:

John A. Attaway, Jr.

(Name)

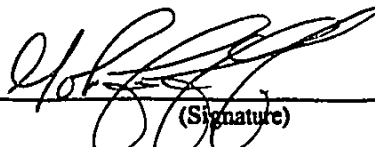
One Lake Morton Drive

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Lakeland, FL 33801

(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.


(Signature)

1/22/97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

January 21, 1997

TO WHOM IT MAY CONCERN:

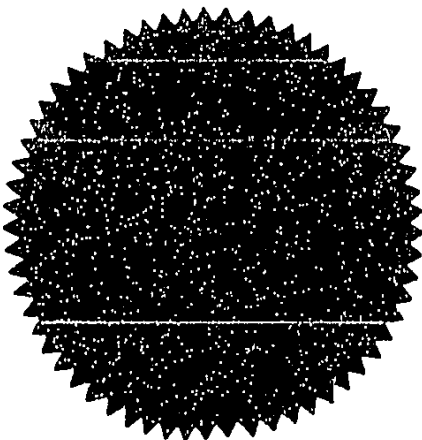
I hereby certify that a certificate of organization of Limited Liability Company was filed
in this office by

GHG GARDENS LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C
on January 21, 1997.

I further certify that said Limited Liability Company has not filed a certificate of
cancellation; and that, so far as appears of record, said Limited Liability Company has legal
existence.

FILED
97 JAN 24 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

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