

M97000000384

RAYBURN, MOON & SMITH, P.A.

ATTORNEYS AT LAW

THE CARILLON

SUITE 1200

227 WEST TRADE STREET

CHARLOTTE, NORTH CAROLINA 28202-1675

ALBERT F. DURHAM
TRAVIS W. MOON
C. RICHARD RAYBURN, JR.
JAMES C. SMITH
W. SCOTT COOPER
JAMES L. BAGWELL
PATRICIA B. EDMONDSON
PAUL R. BAYNARD
JAMES B. GATEHOUSE
G. KIRKLAND HARDYMON
NATALIE R. DENTON

June 25, 1997

TELEPHONE
704-334-0891

TELECOPIER
704-377-1897

State of Florida
Office of Secretary of State
Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

Via Federal Express

Re: TRADE STREET RETAIL DEVELOPERS, LLC

Dear Sir or Madam:

300002228073
-07/01/97--01084--083
****285.00 ****285.00

Enclosed please find an original and one copy of the following documents for filing:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Affidavit of Membership and Contributions of Foreign Limited Liability Company;
3. Certificate of Designation of Registered Agent/Registered Office; and
4. Certificate of Status of Trade Street Retail Developers, LLC.

In addition, I have enclosed our firm check (#6893) in the amount of \$285.00 to defray the cost of filing.

If you have any questions with regard to the enclosed, please do not hesitate to contact me as I need these articles as soon as possible.

Sincerely yours,

RAYBURN, MOON & SMITH, P.A.

Wendy Ruth Paxton
Wendy Ruth Paxton
Legal Assistant to
W. SCOTT COOPER

TRA
FILING 250.00
R. AGENT FEE 35.00
C. COPY
TOTAL 285.00
N. BANC
BALANCE DUE
285.00

91 JUN 27 PM 3:11
DIVISION
SECRETARY OF STATE
FILED

07 JUN 27 PM 11:07

W/C
6/27/97

APPLICATION BY FOREIGN LIMITED
LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT
BUSINESS IN 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. Trade Street Retail Developers, 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. North Carolina
(Jurisdiction under the law of which foreign limited liability
company is organized)
3. _____
(FEI number, if applicable)
4. April 24, 1997
(Date of Organization)
5. December 31, 2027
(Duration: Year limited liability company will cease to exist
or perpetual)

6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and §17.105, F.S.)

7. 234 Hunter Lane
Charlotte, NC 28211
(Street address of principal office)

8. Name(s) and business address(es) of managing member(s) or manager(s) who will
manage the foreign limited liability company in Florida: (attach additional page if necessary)

David Elden MGRM

234 Hunter Lane

Charlotte, NC 28211

Kimberly J. Robinson MGRM

234 Hunter Lane

Charlotte, NC 28211

Filing Fee: \$ 52.50 for Application

SECRET
DIVISION OF REVENUE
FILED
JUN 27 PM 3:17

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 27 PM 3:18

The undersigned member or authorized representative of a member of Trade Street
Retail Developers, 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 \$ 60,000
- 3) If any, the agreed value of property other than cash contributed by member(s) is
\$ N/A. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 60,000. This total includes amounts from 2 and 3 above.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 27 PM 3:17



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

Filing Fee: \$ 52.50 for Affidavit

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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:
Trade Street Retail Developers, LLC.
2. The name and address of the registered agent and office is:

Albert M. Salem, Jr.
(Name)

4600 W. Kennedy Blvd.
(P.O. Box not acceptable)

Tampa, FL 33609
(City, State, Zip)

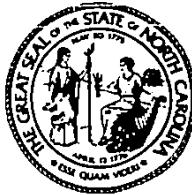
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL 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)

6-24-97
(Date)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 25 PM 3:17

STATE OF NORTH CAROLINA



Department of The
Secretary of State

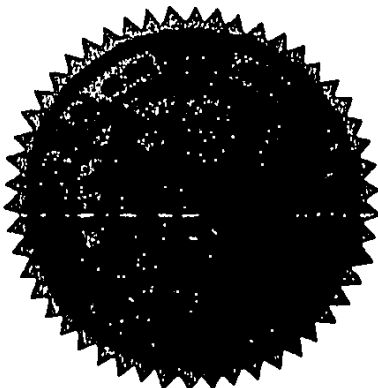
CERTIFICATE OF EXISTENCE **(Limited Liability Company)**

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

TRADE STREET RETAIL DEVELOPERS, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 24th day of April, 1997, with a period of duration ending DEC 2027.

I **FURTHER** certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 24th day of June, 1997.

Elaine F. Marshall

Secretary of State

000052838

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
JUN 27 PM 3:17