

CAPITAL CONNECTION INC.

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(904) 224-8870 1-800-342-0622 Fax (904) 227-1222

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*****285.00 *****285.00

**HARVIE SPORTS-COMPLEX-
CHESAPEAKE, L.L.C.**

Rinks Unlimited

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37K 8/20/97
G. TAX FILING 250.00
R. AGENT FEE 35.00
G. COPY 61.25
TOTAL 346.25
N. BANK
BALANCE DUE
FILING

37K

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

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Art of Inc. File
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Name Reservation
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

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1. Harvie Sports Complex - Chesapeake, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.L.C." if used so contained in the name at present.)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. April 19, 1995
(Date of Organization)
5. Dec 31, 2050
(Duration: Year limited liability company will cease to exist or "perpetual")
6. August 20, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 636 Johnston-Willis Drive
Richmond, Virginia 23236
(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:
Allan B. Harvie, Jr.	MGRM	_____	_____
2307 San Marcos Blvd. #333		_____	
Winter Haven, Florida 33880		_____	
_____	_____	_____	_____
_____		_____	
_____		_____	
_____		_____	
_____	_____	_____	_____
_____		_____	
_____		_____	

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

The undersigned member or authorized representative of a member of Harvie Sports
Complex-Chesapeake, L.L.C. deposes and says:

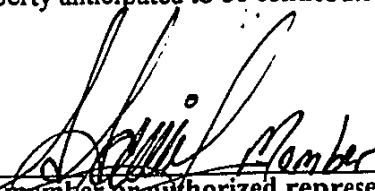
1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is \$ 100

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0
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 \$ 100
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 \$ 100



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.)

Filing Fee: \$250.00 for Application and Affidavit

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

1. The name of the limited liability company is:

Harvie Sports Complex-Chesapeake, L.L.C.

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

Allan B. Harvie, Jr.
(Name)

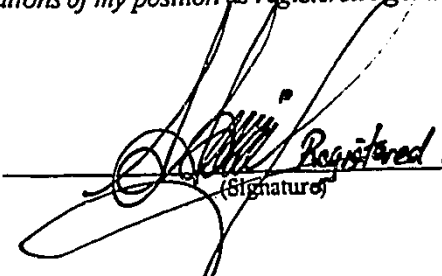
2307 San Marcos Blvd., #333

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

Winter Haven, Florida 33880
(City/State/Zip)

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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.


Registered Agent
(Signature)

8/18/97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

a Virginia Limited Liability Company certificate was filed in this office on April 19, 1995 by HARVIE SPORTS COMPLEX - CHESAPEAKE, L.L.C..

a certificate of cancellation has not been filed in this office by HARVIE SPORTS COMPLEX - CHESAPEAKE, L.L.C..

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: June 09, 1997

William J. Bridge
William J. Bridge, Clerk of the Commission