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CR2E031 (1-89)

# 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	National RE/sources Carrollwood Holdings, LLC	_
1.	(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.	Delaware 3. 65-0778091	
~-	(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)	
4.	August 13, 1997 5. perpetual	<u>-:</u> :
••	(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")  September 5, 1997  (Date first transacted business in Florida.)	
6.	September 5, 1997	
٠.	(Date first transacted business in Florida.)	3
7.		:i) H3
	Greenwich, CT 06830	ö
	(Street address of principal office)	
8	C T CORPORATION SYSTEM  (Name of the registered agent of foreign limited liability company)	
	(Name of the registered agent of foleigh minited hability company)	
9	c/o CT CORPORATION SYSTEM, 1200 South Pine Island Road,	
	Plantation, Florida 33324 (Florida registered office address)	_
ì	<ol> <li>Name(s), title, and business address(es) of managing member(s) [MGRM] or manager(s) [MGR] will manage the foreign limited liability company in Florida: (attach additional page if necessary)</li> </ol>	ho
	National RE/Sources L.L.C. 485 West Putnam Avenue drannich, CT 06830	

September 4, 1997	XXM Wara
(Date)	(Signature of a Member or Authorized Representative of a member)

#### REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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.

C T Corporation System		1 SEP
By:	9-5-97 (Date)	-5 PH 4:
(Type Name of Officer)		. 21
CONNIE BRYAN  SPECIAL ASSISTANT CEPTIFICATY  (Title of Officer)		ίν ·

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

The undersigned member or authorized representative of a member of	
National RE/sources Carrollwood Holdings, LLC deposes and says:	
1) the above named limited liability company has at least two members which is under the Delaware Limited Liability company has at least two members which is 2) the total amount of cash contributed by the member(s) is \$ 109,750.	permitted.
3) if any, the agreed value of property other than cash contributed by member(s) is constituted by member(s) is contributed by member(s) is co	일 :5::5
4) the total amount of cash or property anticipated to be contributed by member(s) is \$ (61,750). This total includes amounts from 2 and 3 above.	
4 11/ Ward	CRATIONS

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: \$ 52.50 for Affidavit

### State of Delaware

### Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL RE/SOURCES CARROLLWOOD HOLDINGS, 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 THIRD DAY OF SEPTEMBER, A.D. 1997.

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

97 SEP -5 PN 4:21



Edward J. Freel, Secretary of State

AUTHENTICATION:

8633028

DATE:

09-03-97

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