

KERRY A. SCHWENCKE P.A.
LAW OFFICES

KERRY A. SCHWENCKE, ESQ.
ANNETTE LUMETTA, Paralegal

m97000000675

October 6, 1997

Secretary of State
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32399

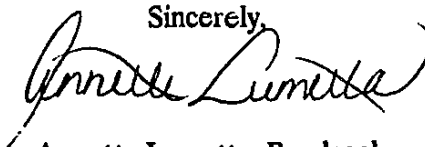
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****285.00 ****285.00

RE: Hooker Hollow, LLC, a Delaware Limited Liability Company

Dear Sirs:

Pursuant to the above referenced limited liability company, enclosed herewith please find this firms check #5146 payable to the Secretary of State in the amount of \$285.00. This amount represents the applicable fee for registering a foreign limited liability company to transact business in the State of Florida. Upon your receipt of this package, please file the application and forward the acknowledgment of same back to this office. Should you have any comments or questions concerning this matter, please do not hesitate to contact this office. Again, thank you for your continuing cooperation.

Sincerely,



Annette Lumetta, Paralegal

Name	10/10/97
Availability	Dec
Document Examiner	client DCC
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Printer	DCC
Receiver	DCC
Acknowledgement	DCC
V. P. Verifier	DCC

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FILED
97 OCT -9 PM 2:30
SECRETARY OF STATE
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. HOOKER HOLLOW, 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. STATE OF DELAWARE 3. _____
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)
company is organized)

4. JUNE 13, 1997 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to
exist or "perpetual")

6. July 3, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3150 HICKSTEAD PLACE
WELLINGTON, FLORIDA 33414
(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>TIMOTHY I. HOOKER</u>	<u>MGRM</u>	_____	_____
<u>3150 HICKSTEAD PLACE</u>		_____	
<u>WELLINGTON, FLORIDA 33414</u>		_____	
_____	_____	_____	_____
_____		_____	
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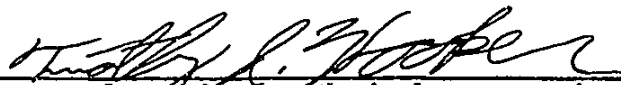
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97 OCT -9 PM 2:30
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

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

The undersigned member or authorized representative of a member of _____
HOKER HOLLOW, 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 \$ 1,000,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 1,000,000.00
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 \$ 2,000,000.00
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 \$ 2,000,000.00

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TALLAHASSEE, FLORIDA



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

**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:

HOOKEE HOLLOW, LLC

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

KERRY R. SCHWENCKE, P.A.

(Name)

1645 Palm Beach Lakes Boulevard, Suite #720

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

West Palm Beach, Florida 33401

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)
Kerry R. Schwenske, Esquire

September 15, 1997
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOOKER HOLLOW 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 SECOND DAY OF OCTOBER, A.D. 1997.

FILED
97 OCT -9 PM 2:30
SECRETARY OF STATE
TALMADGE BUILDING
DOVER, DE 19901



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2768485 8300

8683867

971327167

DATE:

10-02-97