

M98000000247



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 734844 6469B

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 13 PM 1:59

ORDER DATE : March 10, 1998

ORDER TIME : 11:0 AM

ORDER NO. : 734844-020

CUSTOMER NO: 6469B

CUSTOMER: Marlis J. Spear, Legal Assist
Maguire Voorhis & Wells, P.a.
200 South Orange Ave Ste 3000
P.o. Box 633 (32802)
Orlando, FL 32801

500002456545--4
-03/13/98--01051--003
****140.00 ****140.00

500002456545--4
-03/13/98--01051--004
****145.00 ****145.00

FOREIGN FILINGS

NAME: PIZZUTI/CROSSROADS EAST
LIMITED LIABILITY COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 13 PM 1:53

RECEIVED
98 MAR 13 AM 11:32
DIVISION OF CORPORATION

3/13/98

MAGUIRE, VOORHIS & WELLS, P.A.

Attorneys at Law
SUNTRUST TOWER, SUITE 3000
200 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE 407-244-1100
FACSIMILE 407-872-6207

MAILING ADDRESS
P.O. BOX 633
ORLANDO, FLORIDA 32802

INTERNET E-MAIL
MSPEAR@MVW.COM

March 12, 1998

VIA COURIER

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Subject: Pizzuti/Crossroads East Limited Liability Company

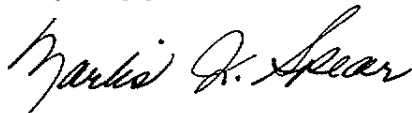
Dear Sir or Madam:

Enclosed please find the original and one copy of the Application By Foreign Limited Liability Company For Authorization To Transact Business In Florida, together with a Certificate of Status in connection with the above-referenced entity. A check in the amount of \$140.00 in payment of the required fees is also enclosed.

Please file the original, date-stamp the photocopy with the filing information and return it to our messenger for forwarding to our office.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please call me at (407) 244-1100, ext. 1201.

Very truly yours,



Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Ms. Mary Kay Connor
James E. L. Seay, Esq.

FATAX813\LTR\QUALIFY.SS

FILED - STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAR 13 PM 1:53

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:

FILED
SECRETARY OF CORPORATIONS
MAR 13 PM 5:54
DIVISION OF CORPORATIONS

1. Pizzuti/Crossroads East Limited Liability Company
(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. Please Note: L.L.C. is not an acceptable suffix in Florida.)
2. State of Ohio
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 31-1457930
(FEI number, if applicable)
4. February 22, 1996
(Date of Organization)
5. December 31, 2025
(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 817.155, F.S.))
7. 250 East Broad Street - Suite 1900
Columbus, Ohio 43215
(Street address of principal office)
8. List and indicate in the space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

Pizzuti Equities Inc.

Manager

250 East Broad Street


Suite 1900

Columbus, Ohio 43215

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**FILED
STATE
SECRETARY OF CORPORATIONS
98 MAR 13 PM 1:54

The undersigned member or authorized representative of a member of Pizzuti/Crossroads
East Limited Liability Company 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 \$ 450,000.00
- 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
\$ 450,000.00 . This total includes amounts from 2 and 3 above.



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

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, 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 corporation is: PIZZUTI/CROSSROADS EAST LIMITED LIABILITY

COMPANY

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

KENNETH P. SIMBACK

(Name)

c/o The Pizzuti Companies

255 South Orange Avenue, Suite 1350

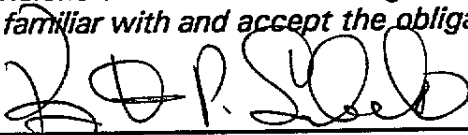
(P.O. Box not acceptable)

Orlando, Florida 32801

(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 13 PM 1:54

Having been named as registered agent and to accept service of process for the above stated corporation 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.



KENNETH P. SIMBACK (Signature)

3/10/98

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.



FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAR 13 PM 1:53

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and miscellaneous filings; that said records show PIZZUTI/CROSSROADS EAST LIMITED LIABILITY COMPANY, an Ohio Limited Liability Company, Registration No. 932648, registered in this office on February 22, 1996, is currently in FULL FORCE AND EFFECT upon the records of this office.



WITNESS my hand and official
seal at Columbus, Ohio this
11th day of March, A.D. 1998

Bob Taft

Bob Taft
Secretary of State