

M98000000547

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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MAIL

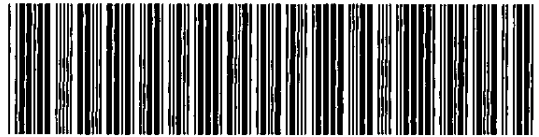
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300117589733

02/08/08--01029--003 \*\*60.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

J. BRYAN

FEB 11, 2008

EXAMINER

**McCLURE & KORNHEISER, LLC**  
ATTORNEYS AT LAW

JAY Y. McCLURE  
MICHAEL P. KORNHEISER  
RON BEN-MOSHE  
TRACEY A. HARTON  
EMILY NOVAK TANENBAUM

OF COUNSEL  
KATHIE G. McCLURE  
LISA G. ROWLING

February 7, 2008

**VIA FEDERAL EXPRESS**

Florida Department of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

RE: Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida for Shoppes at Pelican Landing, LLC / Pelican Landing of Georgia, LLC, a Georgia limited liability company

Our File No. 3399

Gentlemen:

Enclosed please find the following documents with respect to the above referenced LLC:

1. Cover Letter;
2. Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida;
3. Certified Copy of Pelican Landing of Georgia, LLC organizational documents;
4. Certificate of Name Change Amendment, dated June 1, 1998;
5. Certificate of Name Change Amendment, dated June 3, 1998; and
6. This firm's check in the amount of \$60.00 for filing fee, Certificate of Status, and Certified Copy.

Please proceed with the filing of the enclosed documents. Should you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,



Lisa G. Rowling

LGR:lc  
Enclosures

SUITE 150, 6400 POWERS FERRY ROAD, N.W., ATLANTA, GEORGIA 30339  
TELEPHONE (678) 388-2680, FACSIMILE (678) 388-2690

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Pelican Landing of Georgia, LLC  
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lisa G. Rowling  
(Name of Person)

McClure & Kornheiser, LLC  
(Firm/Company)

6400 Powers Ferry Road, Suite 150  
(Address)

Atlanta, GA 30339  
(City/State and Zip Code)

For further information concerning this matter, please call:

Lisa G. Rowling at ( 678 ) 388-2680  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Enclosed is a check for the following amount:**

- ☐ \$25 Filing Fee      ☐ \$30 Filing Fee & Certificate of Status      ☐ \$55 Filing Fee & Certified Copy      ☒ \$60 Filing Fee, Certificate of Status & Certified Copy

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: Shoppes at Pelican Landing, LLC, doing business in Florida as Pelican Landing of Georgia, LLC
2. Jurisdiction of its organization: Georgia
3. Date authorized to do business in Florida: May 29, 1998

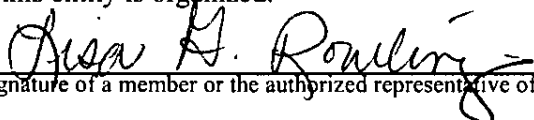
**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? June 2, 1998
5. New name of the limited liability company: Pelican Landing of Georgia, LLC  
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:  
N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:  
N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
Signature of a member or the authorized representative of a member

Lisa G. Rowling

Typed or printed name of signee

**Filing Fee: \$25.00**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB -8 PM 1:00

Control No. K819004

# STATE OF GEORGIA

## Secretary of State

Corporations Division  
315 West Tower  
#2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

### Certified Copy

I, Karen C Handel, Secretary of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

### PELICAN LANDING OF GEORGIA, LLC

#### Domestic Limited Liability Company

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the 15th day of May, 1998 its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia. This Certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 7th day of February, 2008

Karen C Handel  
Secretary of State

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

CONTROL NUMBER: 9819004  
EFFECTIVE DATE: 05/15/1998  
COUNTY : COBB  
REFERENCE : 0045  
PRINT DATE : 05/18/1998  
FORM NUMBER : 356

JAY Y. MCCLURE  
2849 PACES FERRY RD.  
SUITE 160  
ATLANTA, GA 30339

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

**CERTIFICATE OF ORGANIZATION**

I, Lewis A. Massey, the Secretary of State of the State of Georgia,  
do hereby certify under the seal of my office that

**SHOPPES AT PELICAN LANDING, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

has been duly organized under the laws of the State of Georgia on  
the effective date stated above by the filing of articles of  
organization in the office of the Secretary of State and by the  
paying of fees as provided by Title 14 of the Official Code of  
Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the  
State of Georgia on the date set forth above.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

**ARTICLES OF ORGANIZATION  
OF  
SHOPPES AT PELICAN LANDING, LLC**

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
08 FEB -8 PM 1:00

**ARTICLE I**

**Name.** The name of this limited liability company is Shoppes at Pelican Landing, LLC. Shoppes at Pelican Landing, LLC is referred to in these Articles of Organization as the "Company". It is organized under the Georgia Limited Liability Company Act, Official Code of Georgia Annotated ("O.C.G.A.") § 14-11-100 *et seq.*

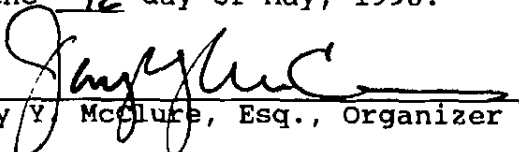
**II**

**Duration.** The latest date on which the Company is to dissolve is December 31, 2018, unless sooner dissolved in accordance with these Articles, or such operating agreement agreed to by the members of the Company, or the Georgia Limited Liability Company Act.

**III**

**Management.** Management of the Company is vested in one or more managers selected in accordance with an operating agreement entered into by the members of the Company, or, in the absence of such operation agreement, in accordance with the Georgia Limited Liability Company Act.

**IN WITNESS WHEREOF,** the Organizer of the Company has executed these Articles of Organization on the 12 day of May, 1998.

  
Jay Y. McClure, Esq., Organizer

2849 Paces Ferry Road  
Suite 160  
Atlanta, Georgia 30339  
(770) 801-0160

G:\DOCUMENTS\LLC\SHOPPES, LLC\ARTICLE, LLC

McCLURE & McCLURE, LLC  
ATTORNEYS AT LAW

JAY Y. McCLURE  
KATHIE G. McCLURE  
DAVID R. TANNEN

OF COUNSEL  
LISA G. ROWLING

May 12, 1998

Secretary of State  
Business Services and Regulation  
Suite 315, West Tower  
2 Martin Luther King, Jr., Drive  
Atlanta, Georgia 30334-1530

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB -8 PM 1:00

RE: Formation of Shoppes at Pelican Landing, LLC *Meul*

Our File No. 3150

Gentlemen:

Enclosed please find the following documents required for the formation of the aforementioned limited liability corporation:

1. One (1) original Form 231 Transmittal Information for Georgia Limited Liability Companies;
2. The original Articles of Organization and a conformed copy thereof; and
3. A check in the amount of \$175.00 for expedited filing.

Please proceed with the expedited filing of the enclosed formation documents. Should you have any questions regarding this matter, please do not hesitate to contact me.

Very truly yours,

  
Jay Y. McClure

JYM/eq  
Enclosures

CH:\DOCUMENTS\LLC\SHOPPES, LLC\SECSTATE.ATTN





LEWIS A. MASSEY  
Secretary of State

# CORPORATIONS DIVISION

Suite 315, West Tower  
2 Martin Luther King Jr., Drive  
Atlanta, Georgia 30334-1530  
Corporate Information via the Internet - <http://www.sos.state.ga.us>  
(404) 656-2817

CATHY COX  
Assistant Secretary of State -  
Operations


WARREN H. RARY  
Director

## TRANSMITTAL INFORMATION GEORGIA LIMITED LIABILITY COMPANY

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

|             |           |            |         |                            |        |
|-------------|-----------|------------|---------|----------------------------|--------|
| DOCKET #    | 981100186 | PENDING #  | 195.00  | CONTROL #                  |        |
| DOCKET CODE | 356       | DATE FILED | 5-15-98 | AMOUNT RECEIVED            | 195.00 |
| TYPE CODE   | GL        | EXAMINER   |         | JURISDICTION (COUNTY) CODE |        |

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.  
(INSTRUCTIONS ARE ON BACK OF THIS FORM)

|    |   |                  |                                    |                   |
|----|---|------------------|------------------------------------|-------------------|
| 1. | 981100186<br>LLC Name Reservation Number  |                  |                                    |                   |
|    | Shoppes at Pelican Landing, LLC<br>LLC Name   |                  |                                    |                   |
| 2. | Jay Y. McClure, Esq.<br>Applicant/Attorney  |                  | (770) 801-1600<br>Telephone Number |                   |
|    | 2849 Paces Ferry Road, Suite 160<br>Address   |                  |                                    |                   |
|    | Atlanta<br>City   | Georgia<br>State | 30339<br>Zip Code                  |                   |
| 3. | 5370 Oakdale Road<br>Principal Office Mailing Address   |                  |                                    |                   |
|    | Smyrna<br>City  | Georgia<br>State | 30082<br>Zip Code                  |                   |
| 4. | James C. Wallace, Jr.<br>Name of Registered Agent in Georgia  |                  |                                    |                   |
|    | 5370 Oakdale Road<br>Registered Office Street Address in Georgia  |                  |                                    |                   |
|    | Smyrna<br>City  | Cobb<br>County   | GA<br>State                        | 30082<br>Zip Code |
| 5. | Name and Address of each organizer (Attach additional sheets if necessary)  |                  |                                    |                   |
|    | Jay Y. McClure, Esq., 2849 Paces Ferry Road, Suite 160, Atlanta, Georgia 30339  |                  |                                    |                   |
|    | Organizer   | Address          | City                               | State Zip Code    |
|    | Organizer   | Address          | City                               | State Zip Code    |
| 6. | Mail or deliver to the Secretary of State, at the above address, the following:   |                  |                                    |                   |
|    | 1) This transmittal form  |                  |                                    |                   |
|    | 2) The original and one copy of the Articles of Organization  |                  |                                    |                   |
|    | 3) a filing fee of \$75.00 payable to Secretary of State.   |                  |                                    |                   |
|    | <br>Authorized Signature<br>(Member, Manager or Organizer) |                  | 5-12-98<br>Date                    |                   |

FILING FEES ARE NON - REFUNDABLE

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 981520336  
CONTROL NUMBER: 9819004  
EFFECTIVE DATE: 06/01/1998  
REFERENCE : 0077  
PRINT DATE : 06/01/1998  
FORM NUMBER : 661

MCCLURE & MCCLURE, LLC  
LISA G. ROWLING  
#160-OVERLOOK I, 2849 PACES FERRY RD  
ATLANTA, GA 30339

FILED STATE  
SECRETARY OF CORPORATIONS  
08 FEB - 8 PM 1:08

**CERTIFICATE OF NAME CHANGE AMENDMENT**

I, Lewis A. Massey, the Secretary of State of the State of Georgia,  
do hereby certify under the seal of my office that

**SHOPPES AT PELICAN LANDING, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

has filed articles of amendment in the office of the Secretary of  
State changing its name to

**PELICAN LANDING, LLC**

and has paid the required fees as provided by Title 14 of the  
Official Code of Georgia Annotated. Attached hereto is a true and  
correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the  
State of Georgia on the date set forth above.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

ARTICLES OF AMENDMENT OF  
SHOPPES AT PELICAN LANDING, LLC

Shoppes at Pelican Landing, LLC, a Georgia limited liability company, adopted Articles of Organization on May 12, 1998. The Company desires to amend its Articles of Organization in the following respects:

1. To delete Article I in its entirety and to substitute the following Article I in its place:

"Name. The name of this limited liability company is Pelican Landing, LLC. Pelican Landing, LLC is referred to in these Articles of Organization as the "Company". It is organized under the Georgia Limited Liability Company Act, Official Code of Georgia Annotated ("O.C.G.A.") Section 14-11-100 et seq."

IN WITNESS WHEREOF, Wallace Enterprises, Inc., a Georgia corporation, being the sole member of the Company, has executed these Articles of Amendment on the 29th day of May, 1998.

WALLACE ENTERPRISES, INC., a  
Georgia corporation, Sole Member

By: James P. Phillips, Jr.  
James P. Phillips, Jr.,  
Secretary

[CORPORATE SEAL]

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

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SECRETARY OF STATE

**Secretary of State**  
**Corporations Division**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 981530844  
CONTROL NUMBER: 9819004  
EFFECTIVE DATE: 06/02/1998  
REFERENCE : 0045  
PRINT DATE : 06/03/1998  
FORM NUMBER : 661

ELOISE QUINNELLY  
MCCLURE & MCCLURE, LLC  
2849 PACES FERRY RD. STE. 160  
ATLANTA, GA 30339

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

**CERTIFICATE OF NAME CHANGE AMENDMENT**

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**PELICAN LANDING, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

has filed articles of amendment in the office of the Secretary of State changing its name to

**PELICAN LANDING OF GEORGIA, LLC**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Lewis A. Massey*

Lewis A. Massey  
Secretary of State

ARTICLES OF AMENDMENT OF  
PELICAN LANDING, LLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:08

Shoppes at Pelican Landing, LLC, a Georgia limited liability company, adopted Articles of Organization on May 12, 1998, which Articles were amended by Articles of Amendment, dated June 1, 1998, to change the name of the limited liability company to Pelican Landing, LLC. The Company desires to further amend its Articles of Organization in the following respects:

1. To delete Article I in its entirety and to substitute the following Article I in its place:

"Name. The name of this limited liability company is Pelican Landing of Georgia, LLC. Pelican Landing of Georgia, LLC is referred to in these Articles of Organization as the "Company". It is organized under the Georgia Limited Liability Company Act, Official Code of Georgia Annotated ("O.C.G.A.") Section 14-11-100 et seq."

IN WITNESS WHEREOF, Wallace Enterprises, Inc., a Georgia corporation, being the sole member of the Company, has executed these Articles of Amendment on the 2nd day of June, 1998.

WALLACE ENTERPRISES, INC., a  
Georgia corporation, Sole Member

By: 

James C. Wallace, Jr.,  
President

[CORPORATE SEAL]

C:\DOCUMENT\LLC\SHOPPES.LLC\ARTAMEN1.LLC(6-2-98)

SECRETARY OF STATE  
JUN 2 1 53 PM '98  
BORN 1007

Control No. K819004

# STATE OF GEORGIA

## Secretary of State

Corporations Division  
315 West Tower  
#2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB - 8 PM 1:00

## CERTIFICATE OF EXISTENCE

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

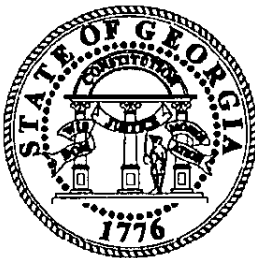
### PELICAN LANDING OF GEORGIA, LLC

#### Domestic Limited Liability Company

was formed or was authorized to transact business on 05/15/1998 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 6th day of February, 2008

Karen C Handel  
Secretary of State