



m980000000637

ACCOUNT NO. : 072100000032

REFERENCE : 855656 5315A

AUTHORIZATION :

Patricia Pigante

COST LIMIT : \$ 337.50

ORDER DATE : June 15, 1998

ORDER TIME : 12:58 PM

ORDER NO. : 855656-005

CUSTOMER NO: 5315A

CUSTOMER: Ms. Lori Jones  
Trenam Kemker Scharf Barkin  
2700 Barnett Plaza  
101 East Kennedy Boulevard  
Tampa, FL 33602

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FOREIGN FILINGS

NAME: S&A FEE PROPERTIES SPE 2,  
L.L.C.

Name	
Availability	MOA
Document	
Examiner	MOA
Updater	MOA
Updater	
Verifier	MOA
Acknowledgement	MOA
W. P. Verifier	MOA

157-864

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynette Coleman

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**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. S&A Fee Properties SPE 2, L.L.C.  
(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  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. N/A  
(FEI number, if applicable)
4. June 5, 1998  
(Date of Organization)
5. June 30, 2018  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. June 15, 1998 anticipated  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 317.155, F.S.))
7. 6500 International Parkway  
Plano, Texas 75093  
(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>Eugene Caldwell</u>	<u>MGR</u>	<u></u>	<u></u>
<u>6500 International Pkwy.</u>		<u></u>	
<u>Plano, Texas 75093</u>		<u></u>	
<u>Todd M. Watson</u>	<u>MGR</u>	<u></u>	<u></u>
<u>6500 International Pkwy.</u>		<u></u>	
<u>Plano, Texas 75093</u>		<u></u>	
<u>S&amp;A Properties Corp.</u>	<u>MGRM</u>	<u></u>	<u></u>
<u>6500 International Pkwy.</u>		<u></u>	
<u>Plano, Texas 75093</u>		<u></u>	

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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 "S&A FEE PROPERTIES SPE 2, L.L.C." 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 NINTH DAY OF JUNE, A.D. 1998.

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

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2871548 8300

981222275

AUTHENTICATION: 9128775

DATE: 06-09-98

**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:

S&A Fee Properties SPE 2, L.L.C.

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

CORPORATION SERVICE COMPANY

(Name)

1201 Hays Street

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

Tallahassee, FL 32301

(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.*

Laura R. Duff  
(Signature)

6-17-98  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

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

The undersigned member or authorized representative of a member of \_\_\_\_\_  
S&A Fee Properties SPE 2, 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. \$ -0-
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 12,212.914  
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 \$ 12,212.914  
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 \$ 12,212.914

X Eugene Caldwell

Eugene Caldwell, Authorized  
Representative

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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**Attachment to Affidavit of Membership and Contributions of Foreign Limited Liability  
Company for S&A Fee Properties SPE 2, LLC**

3) Description of the property is:

Improved Commercial Real Estate

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