

M98000000732

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

June 23, 1998

SUBJECT: ARC MANAGEMENT, L.L.C.

(Name of corporation - must include suffix)

Dear Sir or Madam:

400002572334--3  
-07/07/98--01113--007  
\*\*\*\*215.00 \*\*\*\*215.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ED SCHUMACHER  
(Name of Person)  
ARC MANAGEMENT  
(Firm/Company)  
8227 OLD COURTHOUSE ROAD, SUITE 100  
(Address)  
VIENNA, VA 22182  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

400002572334--3  
-06/25/98--01059--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

ED SCHUMACHER at ( 703 ) 760-9500  
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

M98-732

Name	CR 7-8
Availability	CR
Document Examiner	CR
Updater	CR
Updater Verifier	CR
Acknowledgement	CR
W. P. Verifier	CR



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 25, 1998

ED SCHUMACHER  
ARC MANAGEMENT  
8227 OLD COURTHOUSE ROAD, SUITE 100  
VIENNA, VA 22182

SUBJECT: ARC MANAGEMENT, L.L.C.  
Ref. Number: W98000014671

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TALLAHASSEE, FLORIDA

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We have received your document for ARC MANAGEMENT, L.L.C. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

We are enclosing the proper form(s) with instructions for your convenience.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 798A00035026

# ARC MANAGEMENT

July 1, 1998

Tammi Cline  
Document Specialist  
Florida Department of State  
Divisions of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

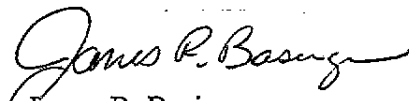
Dear Tammi:

Your letter of June 25<sup>th</sup>, 1998, reference number W98000014671, states that ARC Management's name was in conflict, therefore requiring an alternate name.

Please find enclosed, a revised application for ARC Management of Florida, a corporate resolution for ARC Management, and an additional check, # 11045 in the amount of \$215.00, for the additional fees required to register ARC Management

If you have any questions, please call me at (703)760-9500 extension 316.

Sincerely,

  
James R. Basinger  
Assistant Controller

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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. ARC Management 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. Virginia 3. 54-1787569  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. February 1, 1996 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. July 1, 1998  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. ARC Mangement  
Suite 100 8227 Old Courthouse Road, Vienna, VA 22182  
(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>David A. Ross</u>	<u>President</u>	<u>Stanley M. Barg</u>	<u>Senior VP</u>
<u>c/o Atlantic Realty Companies</u>	<u>MGR</u>	<u>c/o Atlantic Realty Companies</u>	<u>MGR</u>
<u>Suite 100</u>		<u>Suite 100</u>	
<u>8227 Old Courthouse Road</u>		<u>8227 Old Courthouse Road</u>	
<u>Vienna, VA 22182</u>		<u>Vienna, VA 22182</u>	
<u>Charles K. Nulsen, III</u>	<u>Executive VP</u>		
<u>c/o Atlantic Realty Companies</u>	<u>MGR</u>		
<u>Suite 100, 8227 Old Courthouse Road</u>			
<u>Vienna, VA 22182</u>			

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

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

The undersigned member or authorized representative of a member of ARC Management  
L.L.C. certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 52,500;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 52,500;  
(This total includes amounts from 2 and 3 above.)

Stanley M. Barg

**Signature of a member or an 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.)

Stanley M. Barg

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ARC Management

LLC.

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

Wilton L. White, Esquire

(Name)

625 North Flagler Drive, 9th Floor

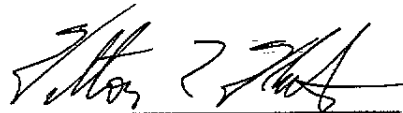
Florida street address (P.O. Box **NOT** ACCEPTABLE)

West Palm Beach, FL 33401

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.*



(Signature)

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

RESOLUTION

The undersigned being the sole Manager of ARC Management, L.L.C. (the "Company") adopts the following resolution as of June 30, 1998: The Company adopts the name "ARC Management" <sup>^</sup> "L.L.C." for use in the State of Florida.

Florida

Atlantic Realty Companies, Inc.

By: Stanley M. Bay

Title: Senior Vice President

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