



THE UNITED STATES
CORPORATION
COMPANY

m98000000809

ACCOUNT NO. : 072100000032

REFERENCE : 903585 7160416

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 24, 1998

ORDER TIME : 10:31 AM

ORDER NO. : 903585-005

CUSTOMER NO: 7160416

CUSTOMER: Ms. Frankie Cash-langley
Taft, Taft & Haigler, P.a.
2217 Stantonsburg Road
Po Box 1766
Greenville, NC 27835-1766

700002597907--4

-07/24/98-01076-018
****293.75 ****293.75

FOREIGN FILINGS

NAME: FLORIDA (OLDSMAR) REAL
ESTATE INVESTMENT PROPERTIES
LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 PM 3:02

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

NYC 7/24/98

98 JUL 24 11:23

**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:*

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1. FLORIDA (OLDSMAR) REAL ESTATE INVESTMENT PROPERTIES 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. North Carolina 3. Applied For
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. July 22, 1998 5. 2048
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. July 28, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2217 Stantonsburg Road MAILING ADDRESS: P.O. Box 566
Greenville, NC 27834 GREENVILLE, NC 27835
(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>Thomas F. Taft, Sr.</u>	<u>Manager</u>	<u>Francis J. Casey</u>	<u>Member/Manager</u>
<u>P. O. Box 566</u>		<u>P. O. Box 2208</u>	
<u>Greenville, NC 27835</u>		<u>Winterville, NC 28590</u>	
<u>E. Hoover Taft, III</u>	<u>Member/Manager</u>	<u>Margie B. Stafford</u>	<u>Manager</u>
<u>P. O. Box 566</u>		<u>P. O. Box 566</u>	
<u>Greenville, NC 27835</u>		<u>Greenville, NC 27835</u>	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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.)

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of Florida (Oldsmar)

Real Estate Investment Properties LLC 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 \$.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$290,000.00;
(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 \$290,000.00;
(This total includes amounts from 2 and 3 above.)

E. H. Taft, III

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.)

E. Hoover Taft, III

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

SCHEDULE B

Real Property Contributed to

FLORIDA (OLDSMAR) REAL ESTATE
INVESTMENT PROPERTIES LLC

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Property Description: Oldsmar/Dunbar Avenue Site

Being a portion of that certain property described in the Warranty Deed recorded in Official Records Book 7117 on page 1129 in the Public Records of Pinellas County, Florida and lying within Section 13, Township 28 South, Range 16 East, City of Oldsmar, Pinellas County, Florida and being more particularly described as follows:

For a point of reference, commence at the Southwest corner of Section 13, Township 28 South, Range 16 East, Pinellas County, Florida. Run thence North 89 deg. 21'45" East, along the South boundary of said Section 13, a distance of 33.00 feet; thence North 0 deg. 14'58" East, a distance of 30.00 feet to the Southwest corner of Block W of the Revised Map of Oldsmar, as per map or plat thereof recorded in Plat Book 7, Page 6 of the Public Records of Pinellas County, Florida; said point being the intersection of the Easterly right-of-way line of Gim Gong Road and the Northerly right-of-way line of Douglas Road; thence North 89 deg. 21'45" East, along said Northerly right-of-way line of Douglas Road, a distance of 1288.08 feet; thence North 00 deg. 13'11" East, 138.06 feet for the Point of Beginning. Thence North 89 deg. 21'45" East, 315.53 feet; thence North 00 deg. 12'11" East, 36.94 feet; thence North 89 deg. 21'45" East, 275.00 feet to the West right-of-way line of Dunbar Avenue (A sixty foot wide right-of-way); thence North 00 deg. 12'11" East, along said right-of-way line, 186.61 feet; thence North 89 deg. 49'17" West, 590.40 feet; thence South 00 deg. 13'11" West, 231.97 feet to the Point of Beginning.

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**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:

Florida (Oldemar) Real Estate Investment Properties LLC

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

Don Thomas

(Name)

281 East Douglas Road

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

Oldemar,

FL

34677

City/State/Zip

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.

Don Thomas

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF NORTH CAROLINA



Department of The
Secretary of State

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JUL 21 PM 3:02

CERTIFICATION OF EXISTENCE (Limited Liability Company)

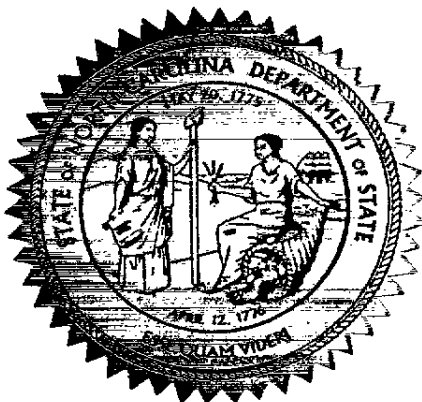
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

FLORIDA (OLDSMAR) REAL ESTATE INVESTMENT PROPERTIES LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 22nd day of July, 1998, with its period of duration ending DEC 2048.

I, **FURTHER** certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of July, 1998.



Elaine F. Marshall

Secretary of State