

M98000000867



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 907759 7084A

AUTHORIZATION : Patricia Pignato

COST LIMIT : \$ 70.00

ORDER DATE : July 28, 1998

ORDER TIME : 2:27 PM

ORDER NO. : 907759-015

CUSTOMER NO: 7084A

CUSTOMER: Theoni Salotto, Esq
Bronson & Migliaccio
287 Bowman Avenue

Purchase, NY 10577

400002612284-2

FOREIGN FILINGS

NAME: CAPITOL PENSACOLA, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

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DIVISION OF CORPORATIONS
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NYC
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**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:**

1. CAPITOL PENSACOLA, 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. Please note: "L.L.C." is not an acceptable suffix in Florida.)

2. OHIO 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. JULY 15, 1998 5. FIFTY (50) YEARS
(Date of Organization) (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. 1967 NEWARK-GRANVILLE RD., P.O. BOX 496
GRANVILLE, OHIO 43023
(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>CAPITOL REALTY I, LLC</u>	<u>MANAGING MEMBER</u>	_____	_____
<u>1967 NEWARK-GRANVILLE RD.</u>	_____	_____	_____
<u>GRANVILLE, OHIO 43023</u>	_____	_____	_____
<u>MICHAEL J. MENZER</u>	<u>MEMBER</u>	_____	_____
<u>1967 NEWARK-GRANVILLE RD.</u>	_____	_____	_____
<u>GRANVILLE, OHIO 43023</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
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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, 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 limited liability company is: CAPITOL PENSACOLA, LLC

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

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

(P.O. Box not acceptable)

TALLAHASSEE, FL 32301

(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.

By: [Signature]

(Signature)

7/28/98

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of _____

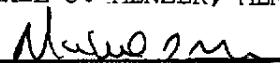
CAPITOL PENSACOLA, LLC

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 \$ 100.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0 . A description of the property is attached and made a part hereof.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 100.00 . This total includes amounts from 2 and 3 above.

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MICHAEL J. MENZER, MEMBER



Signature of a member or authorized representative of a member.
(in accordance with section 808.408(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

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

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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; that said records show CAPITOL PENSACOLA, LLC, an Ohio Limited Liability Company, was organized within the State of Ohio on July 15, 1998 and is currently in FULL FORCE AND EFFECT upon the records of this office.



WITNESS my hand and official
seal at Columbus, Ohio on
August 4, 1998

Bob Taft

Bob Taft
Secretary of State

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