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TRANSMITTAL LETTER

00789-01115-00644-01114-00671

TO: Qualification/Tax Lien Section
Division of Corporations

200002596562--3
-07/23/98-01064-002
****122.50 ****122.50

SUBJECT: - GATOR MANAGEMENT SERVICES, LIMITED LIABILITY COMPANY
(Name of corporation - must include suffix)

200002596562--3
-09/01/98-01026-001
****162.50 ****162.50

Dear Sir or Madam:

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:

BIFF F. GODFREY, ESQUIRE

(Name of Person)

BIGIN, MUNNS, MUNNS

(Firm/Company)

250 N. Orange Avenue, Suite 1100

P.O. Box 2807

(Address)

Orlando, FL 32802

(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 14 AM 8:47

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

BIFF F. GODFREY, ESQUIRE

(Name of Person)

at (407) 425-1814

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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

W98-20091

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

98091-8014



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 2, 1998

BIFF F. GODFREY, ESQ.
250 N. ORANGE AVENUE, SUITE 1100
ORLANDO, FL 32802

SUBJECT: GATOR MANAGEMENT SERVICES, LIMITED LIABILITY
COMPANY
Ref. Number: W98000016886

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We have received your document for GATOR MANAGEMENT SERVICES, LIMITED LIABILITY COMPANY and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 798A00045169

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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. GATOR MANAGEMENT SERVICES, LIMITED LIABILITY COMPANY
(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. NEVADA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 91-1904596
(FEI number, if applicable)
4. May 4, 1998
(Date of Organization)
5. Perpetual
(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. 996 United Circle, Sparks, Nevada 89432

(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:

DAVID ZERNOWSKI

MGRM

FRANK NELSON

P.O. BOX 20684

P.O. BOX 20684

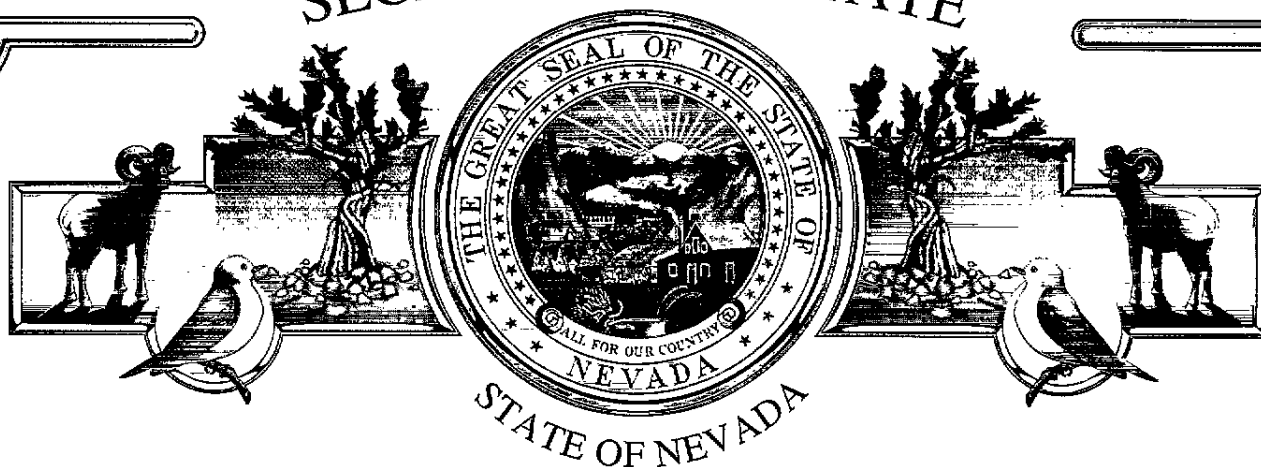
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MGRM

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.)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **GATOR MANAGEMENT SERVICES, LIMITED LIABILITY COMPANY**, as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 4, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 8, 1998.



Dean Heller

Secretary of State

By

Doni Dault

Certification Clerk

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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:

Gator Management Services, Limited Liability Company

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

Biff Godfrey, Esquire
Bogin, Munns & Munns

(Name)

250 N. Orange Avenue
Suite 1100

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


Orlando

FL

32801

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.


(Signature)

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 GATOR MGMT SERVICES,
LLC, DBA RMR 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 \$ 1,000 -

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 hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,000
(This total includes amounts from 2 and 3 above.)



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.)

KEITH G. KELLISON

Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit