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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Tyrone Park, L.L.C.

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-09/29/98--01037--017

****337.50 ****337.50

Art of Inc. File _____ CM
LTD Partnership File _____
Foreign Corp. File _____
✓ L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

Signature _____

Requested by: _____

LS 9/29/98 9:38
Name Date Time

Walk-In _____ Will Pick Up _____

RECEIVED
98 SEP 29 AM 10:50
DIVISION OF CORPORATION

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. TYRONE PARK, 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. Please Note: LLC is not an acceptable suffix in Florida.)

2. MARYLAND
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 52-212210-52-2122103
(FEI number, if applicable)

4. September 25, 1998
(Date of Organization)

5. December 31, 2099
(Duration: Year limited liability company will cease to exist or "perpetual")

6. September 30, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 617.155, F.S.)

7. 418 Third Street
Annapolis, Maryland 21043
(Street address of principal office)

8. List and indicate in the space provided the name, title, and business address of each managing member[MGRM] or manager[MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

Michael S. Hay
418 Third Street, POBox 4667
Annapolis, Maryland 21043

MGRM

Jessica Hay McCarthy
418 Third Street, POBox 4667
Annapolis, Maryland 21043

MGRM

FILED
SEP 29 AM 8:46
CLERK OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of TYRONE PARK, 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 \$ 450.00
- 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 hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 450.00. This total includes amounts from 2 and 3 above.

Jessica Hay McCarthy

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.)

FILED

SEP 29 AM 8:46

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT

State of MarylandCounty of Anne Arundel

Pursuant to the provisions of Section 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is: Tyrone Park, L.L.C.

The name of the registered agent is:
and the street address of the agent is:

Jonathan James Damonte
12110 Seminole Blvd.
Largo, FL 33778

Dated this 28th day of September, 19 98

Jessica Hay McCarthy, Managing Member

The foregoing instrument was acknowledged before me this 28th day of September, 19 98, by Jessica Hay McCarthy, on behalf of Tyrone Park, L.L.C., a limited liability company. He is personally known to me or has produced Maryland Driver's Lic as identification.

Notary Public

My commission expires:

April 1, 2001

98 SEP 29 AM 8:46
FILED
TALLAHASSEE, FLORIDA

TYRONE PARK, L.L.C., A MARYLAND LIMITED LIABILITY COMPANY

ACCEPTANCE OF REGISTERED AGENT

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.

Date: 9/28/98

Jonathan James Damonte
Jonathan James Damonte, registered agent

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09 SEP 29 AM 8:46
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

STATE OF MARYLAND

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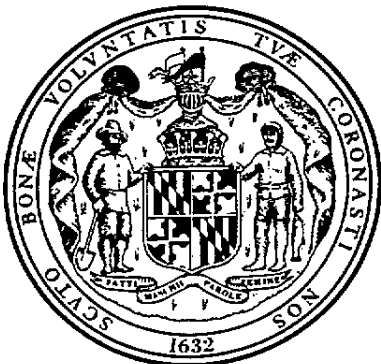
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, BETTY CHASE OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE, RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHT OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT TYRONE PARK, L.L.C. IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND AND THAT SAID LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

FILED
20 SEP 29 AM 8:46
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 28TH DAY OF SEPTEMBER, 1998.

Betty Chase
BETTY CHASE
CHARTER DIVISION