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PLEASE REPLY TO: TALLAHASSEE

October 22, 1998

VIA HAND DELIVERY

Florida Department of State
Division of Corporations
Qualification/Tax Lien Sec.
409 E. Gaines Street
Tallahassee, FL 32399

RE: Lake Yale Inc.
Lake Yale Treatment Associates, Inc.
Sandpiper Mobile Manor Associates, LLC
Eustia Associates, LLC

500002670525--E
-10/22/98--01084--028
****346.25 ****346.25

Call when ready

Dear Sir or Madam:

The enclosed Applications, Certificates of Existence and checks are submitted to register the above referenced foreign corporations or limited liability companies, as appropriate, to transact business in Florida.

Please contact me at 521-0890 when the qualifications are complete and ready for pick-up.

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Checker	<i>[Signature]</i>
Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
P. Verifier	<i>[Signature]</i>

/sa
Enclosures

Sincerely,

[Signature]
Susan E. Avellone, CLA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 3:40

**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. Eustia Associates, 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. Michigan 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 13, 1998 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

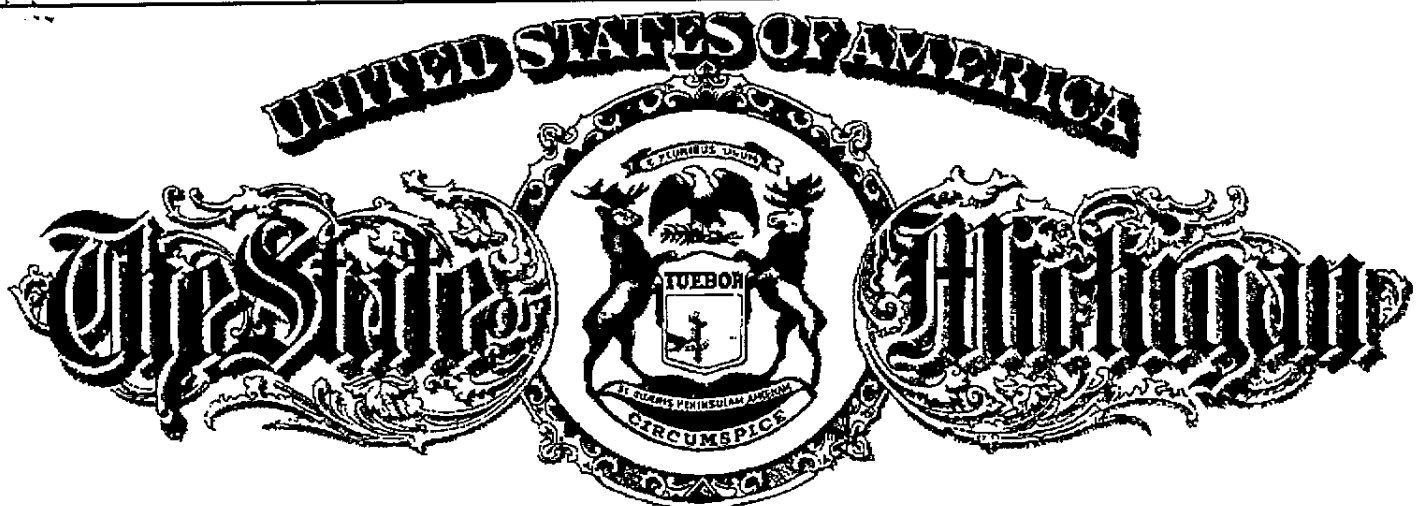
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 18700 W. 10 Mile
Southfield, MI 48075
(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>Peter Beer</u>	<u>MGRM</u>	_____	_____
<u>18700 W. 10 Mile</u>	_____	_____	_____
<u>Southfield, MI 48075</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

EUSTIA ASSOCIATES, L.L.C.

a Michigan limited liability company, filed Articles of Organization in this office on October 13, 1998.

I FURTHER CERTIFY that the Articles are in full force and effect as of this date, and a Certificate of Dissolution has not been filed.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

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In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20th day of October, 1998.

Julie Croll

, Director

171L 0393416

Corporation, Securities and Land Development Bureau

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

Eustia Associates, LLC

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

David D. Eastman

(Name)

101 South Monroe Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

(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.

David Eastman

(Signature)

10-22-98

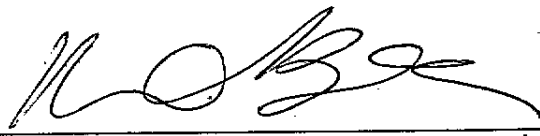
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of _____
Eustia Associates, 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 \$ -0-
- 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 amount of cash or property anticipated to be contributed by member(s) is \$ -0-
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ -0-

X 
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.)

Peter Beer, Managing Member

Filing Fee: \$250.00 for Application and Affidavit

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