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October 8, 1998

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

900002660819--1
-10/09/98--01085--002
*****285.00 *****285.00

Re: Delphin Properties, LLC
Crystal Lakes Home Sales, LLC

Dear Sir or Madam:

Enclosed for filing are the original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for both of the referenced entities, together with the original Certificates of Existence. Also enclosed are our checks each in the amount of \$285.00 to cover your filing fee and the fee for designation of Registered Agent. Once these Articles have been filed, please return your letter of acknowledgment to me at the above address.

If you have any questions or need anything further, please do not hesitate to contact me.

Sincerely yours,

Vicki L. Mason

Vicki L. Mason
Paralegal for the Firm

Enclosures

FILED
98 OCT 26 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 15, 1998

VICKI L. MASON
MCGUIRE WOODS BATTLE & BOOTHE LLP
3700 NATIONS BANK PLZ., 101 S. TYSON ST.
CHARLOTTE, NC 28280-0001

SUBJECT: CRYSTAL LAKES HOME SALES, LLC
Ref. Number: W98000023435

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TALLAHASSEE, FLORIDA

We have received your document for CRYSTAL LAKES HOME SALES, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 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.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 298A00051081

**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. Crystal Lakes Home Sales, 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
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 56-2105487
(FBI number, if applicable)
4. September 28, 1998
(Date of Organization)
5. 2028
(Duration: Year limited liability company will cease to exist or "perpetual")
6. October 5, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 10800 Sikes Place, Suite 300
Charlotte, NC 28277
(Street address of principal office)

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 TALLAHASSEE, FLORIDA

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)

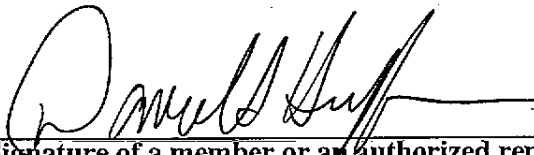
NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>James P. Ferro</u>	<u>MGRM</u>	_____	_____
<u>10800 Sikes Place, Suite 300</u>		_____	
<u>Charlotte, NC 28277</u>		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	

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.)

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

The undersigned member or authorized representative of a member of Crystal Lakes Home
Sales, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$1,000.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$.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 \$1,000.00
(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.)

Daniel S. Huffenus, Organizer

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

**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:

Crystal Lakes Home Sales, LLC

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

Steven B. Greenhut, Esq.

(Name)

McGuire, Woods, Battle & Boothe LLP

3300 Barnett Center - 50 North Laura Street

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

Jacksonville

FL

32202-3635


City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.



(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF NORTH CAROLINA



Department of The
Secretary of State

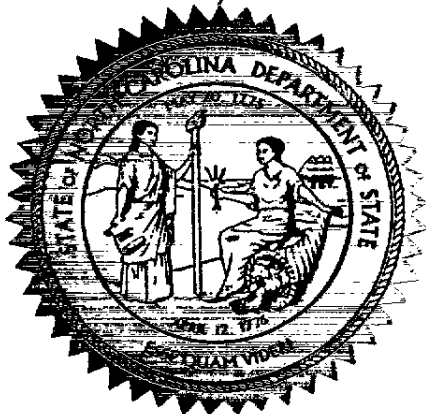
CERTIFICATE OF EXISTENCE (Limited Liability Company)

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

CRYSTAL LAKES HOME SALES, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 28th day of September, 1998, with a period of duration ending DEC 2028.

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 Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 21st day of October, 1998.

Elaine F. Marshall

Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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