

M98000001476

W98-27034

00789-00720-00524-00671  
PROP DESC.



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 050975 4307842

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 285.00

ORDER DATE : December 3, 1998

ORDER TIME : 10:49 AM

ORDER NO. : 050975-005

700002701737--8

CUSTOMER NO: 4307842

CUSTOMER: Michael E. Goodbread, Jr., Esq  
Martin Ade Birchfield &  
One Independent Dr., Ste 3000  
Post Office Box 59  
Jacksonville, FL 32201

FOREIGN FILINGS

NAME: TIMBERLAKE ASSOCIATES, L.L.C.

58 DEC -3 PM 4:06

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

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

SECRETARY OF CORPORATION

58 DEC -3 PM 12:09



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 3, 1998

CSC

SUBJECT: TIMBERLAKE ASSOCIATES, L.L.C.  
Ref. Number: W98000027034

**RESUBMIT**

Please give original  
submission date as file date.

*Please backdate  
to 12-3-98.  
Thank you.*

We have received your document for TIMBERLAKE ASSOCIATES, L.L.C. 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 photocopy of the certificate of existence is not acceptable.

The affidavit must include a description of the property 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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 598A00057267

RECEIVED  
DEC 10 1998  
DIVISION OF CORPORATIONS

**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. Timberlake Associates, L.L.C.  
(Name of foreign limited liability company)
2. Virginia  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 54-0936458  
(FEI number, if applicable)
4. November 12, 1997  
(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. 4425 Corporation Lane, Suite 400  
Virginia Beach, Virginia 23462  
(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>Frederick J. Napolitano</u>	<u>MGR</u>	_____	_____
<u>Trust I</u>		_____	
<u>4425 Corporation Lane, #400</u>		_____	
<u>Virginia Beach, VA 23462</u>		_____	
<u>Richard E. Olivieri</u>	<u>MGR</u>	_____	
<u>4425 Corporation Lane, #400</u>		_____	
<u>Virginia Beach, VA 23462</u>		_____	
_____		_____	
_____		_____	
_____		_____	

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC -3 PM 4:06

# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the Commission:

a Virginia Limited Liability Company certificate was filed in this office on November 12, 1997 by TIMBERLAKE ASSOCIATES, L.L.C..

a certificate of cancellation has not been filed in this office by TIMBERLAKE ASSOCIATES, L.L.C..

Nothing more is hereby certified.



Signed and Sealed at Richmond  
on this Date: November 30, 1998

*Joel H. Beck*

Clerk of the Commission

## 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:

Timberlake Associates, L.L.C.

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee, Florida 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: Karen B. Rozar  
(Signature)

**Karen B. Rozar, As Its Agent**

**Filing Fee: \$ 35 for Designation of Registered Agent**

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF VIRGINIA

COUNTY OF VIRGINIA BEACH  
CITY

BEFORE ME, the undersigned authority, on this day personally appeared Richard E. Olivieri and Frederick J. Napolitano Trust I known to me to be the person who subscribed his name below, who after having first been duly sworn by me, deposes and says:

1. Affiant has personal knowledge of the matters set forth herein.
2. Timberlake Associates, L.L.C. (the "Limited Liability Company") has at least one member.
3. The members of the Limited Liability Company shall contribute cash in an amount equal to \$ 900,000.00 to the Limited Liability Company. The members of the Limited Liability Company shall contribute property in an amount equal to \$388,752.00 to the Limited Liability Company. The total amount of cash and property to be contributed by the members to the Limited Liability Company is \$ 1,288,752.00.  
A description of said property is attached hereto.
4. The members do not anticipate any additional capital contributions to the Limited Liability Company.

FREDERICK J. NAPOLITANO TRUST I

BY: Frederick J. Napolitano, Trustee Print: RICHARD E. OLIVIERI, Member

The foregoing instrument was sworn to and subscribed before me this 2nd day of December, 1998, by Richard E. Olivieri and Frederick J. Napolitano Trust I, who is (XX) personally known to me or ( ) has produced \_\_\_\_\_ as identification.

\*J. Napolitano, Trustee for the Frederick J. Napolitano Trust I

Sharon M. Fadness

Notary Public, State of Virginia

Printed: SHARON M. FADNESS

My Commission expires: 2-28-2000

Commission No.:

(NOTARIAL SEAL)

**TIMBERLAKE ASSOCIATES, L.L.C.**

Parcel 49,000 G-2

Ⓢ

“Subdivision of Remainder of Timberlake 49,000-G.  
Kempsville Borough - Virginia Beach, Virginia”  
Plat date September 1983.

Recorded in Book 172, Page 39.  
November 4, 1983.

Clerk's Office of the Circuit Court of the City of Virginia Beach, Virginia.