

Document Number Only

m99000000061

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300002739553--9

-01/13/99--01049--001

\*\*\*\*285.00 \*\*\*\*285.00

300002739553--9

-01/13/99--01049--002

\*\*\*\*\*52.50 \*\*\*\*\*52.50

Sterling House, L.L.C.

☐ Profit

☐ NonProfit

☒ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☒ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other UCC-1 / UCC-3

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name  
Availability

Document  
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

1113

PLEASE RETURN EXTRA COPY

FILE STAMPED

THANKS

CONNIE

DIVISION OF CORPORATION

99 JAN 13 AM 11:20

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99 JAN 14 PM 4:21

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 13, 1999

CT SYSTEM

SUBJECT: STERLING HOUSE, L.L.C.  
Ref. Number: W99000000942

*dlb/a  
Sterling Student Housing, L.L.C.*

We have received your document for STERLING HOUSE, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 999A00001742

*1/14/99*

*\* Please backdate to 1/13  
Thank You!*

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## RESOLUTION OF MEMBERS

(Please print or type.)

I, the undersigned RANDALL HUSMANN, do hereby certify that this  
Resolution of the Members of STERLING HOUSING, L.L.C.

(Limited Liability Company)

a corporation duly organized and existing under the laws of the State of DELAWARE

was duly adopted on JANUARY 27TH, 19 98. Be it resolved, that

STERLING HOUSING, L.L.C.

(Limited Liability Company)

organized and existing in the State of DELAWARE, hereby adopts the name

STERLING STUDENT HOUSING, L.L.C. for use in Florida.

Dated: JANUARY 14, 1999

  
Signature of either Chairman, Vice Chairman or any officer

RANDALL HUSMANN, CHIEF FINANCIAL OFFICER

Type or print name

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
89 JAN 13 PM 4:21

**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. Sterling Housing, L.L.C.  
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)

2. Delaware 3. 76-0561161  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. January 27, 1998 5. January 27, 2047  
(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. 6363 Woodway Suite 1000 Houston, Texas 77057-1757  
(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>Dmc Developers I, Ltd</u>	<u>MGR</u>	<u></u>	<u></u>
<u>6363 Woodway Suite 1000</u>		<u></u>	
<u>Houston, Texas 77057-1757</u>		<u></u>	
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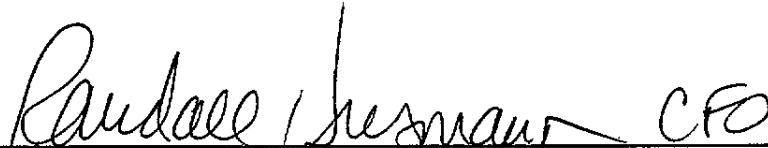
9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

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

The undersigned member or authorized representative of a member of Sterling Housing, L.L.C.  
\_\_\_\_\_ certifies:

- 1) the above named limited liability company has at least one member; DMC DEVELOPERS, LTD.
- 2) the total amount of cash contributed by the member(s) is \$ 5,893,328 ;
- 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 \$ 5,893,328 ;  
(This total includes amounts from 2 and 3 above.)

  
\_\_\_\_\_  
**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.)

Randall Husmann

\_\_\_\_\_  
Typed or printed name of signee

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**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:

Sterling Housing, L.L.C.

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

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

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

Plantation FL 33324

(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.*

C T CORPORATION SYSTEM

Jennifer M. Burnett

(Signature)

*Jennifer M. Burnett, Asst. Secretary*

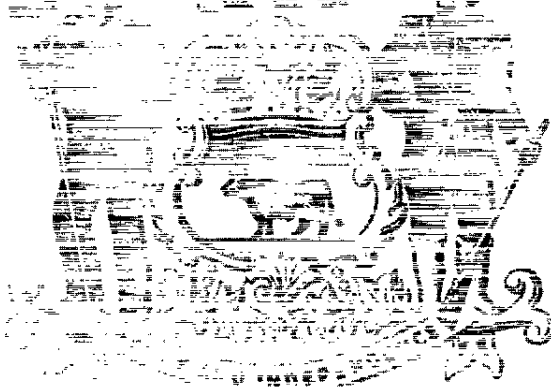
**Filing Fee: \$ 35 for Designation of Registered Agent**

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STERLING HOUSING, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW; AS OF THE EIGHTH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

9510584

DATE:

01-08-99

2849653 8300

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