



THE UNITED STATES
CORPORATION
COMPANY

M990000000092

ACCOUNT NO. : 072100000032

REFERENCE : 097678 6922A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
99 JAN 19 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 13, 1999

ORDER TIME : 1:47 PM

ORDER NO. : 097678-005

CUSTOMER NO: 6922A

CUSTOMER: Ms. Mary L. Wright
Weiner, Morici & Aronson, P.a.
102 North Swinton Avenue

Delray Beach, FL 33444-2614

400002746514--1
-01/19/99--01131--003
****131.25 ****131.25

400002746514--1
-01/19/99--01131--004
****153.75 ****153.75

FOREIGN FILINGS

NAME: KEY WEST ACQUISITION, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

M99-92

Name	Del-26
Availability	
Document	
Examiner	
Reviewer	
Supervisor	
Assistant	
Secretary	

RECEIVED
99 JAN 19 PM 2:27
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 20, 1999

JANICE VANDERSLICE
CSC

SUBJECT: KEY WEST ACQUISITIONS, LLC
Ref. Number: W99000001400

RESUBMIT

Please give original
submission date as file date.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 19 PM 4:30

FILED

We have received your document for KEY WEST ACQUISITIONS, 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):

We are enclosing the proper form(s) with instructions for your convenience.

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

Tammi Cline
Document Specialist

Letter Number: 899A00002526

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JAN 26 AM 10:41

RECEIVED

**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. Key West Acquisitions, 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

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

3. N/A

(FEI number, if applicable)

4. 9-25-98

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to
exist or "perpetual")

6. NOVEMBER 2, 1998

(Date first transacted business in Florida (See sections 608.501, 608.502, and 819.135, F.S.))

7. _____

4600 Hillcrest, Hollywood FLA 33021

(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:

V. Robert ColtonMGRMP. David HickeyMGRM4373 Overcupw4600 HillcrestWest Bloomfield, MI 48322Hollywood, FLA 33021Theodore G. RostisMGRM4600 HillcrestHollywood, FLA 33021

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.)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 19 PM 4:30

FILED

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

The undersigned member or authorized representative of a member of KEY WEST
ACQUISITIONS, L.L.C. 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 \$ 4,200,000.
- 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 \$ 4,200,000.
(This total includes amounts from 2 and 3 above.)

P. David Hickey

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.)

P. DAVID HICKEY

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

FILED
99 JAN 19 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

KEY WEST ACQUISITIONS L.L.C.

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

WEINER, MORICI & ARONSON, P.A.
(Name)

102 N. SWINTON AVE
Florida street address (P.O. Box NOT ACCEPTABLE)

DEERAY BEACH FL 33444
City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

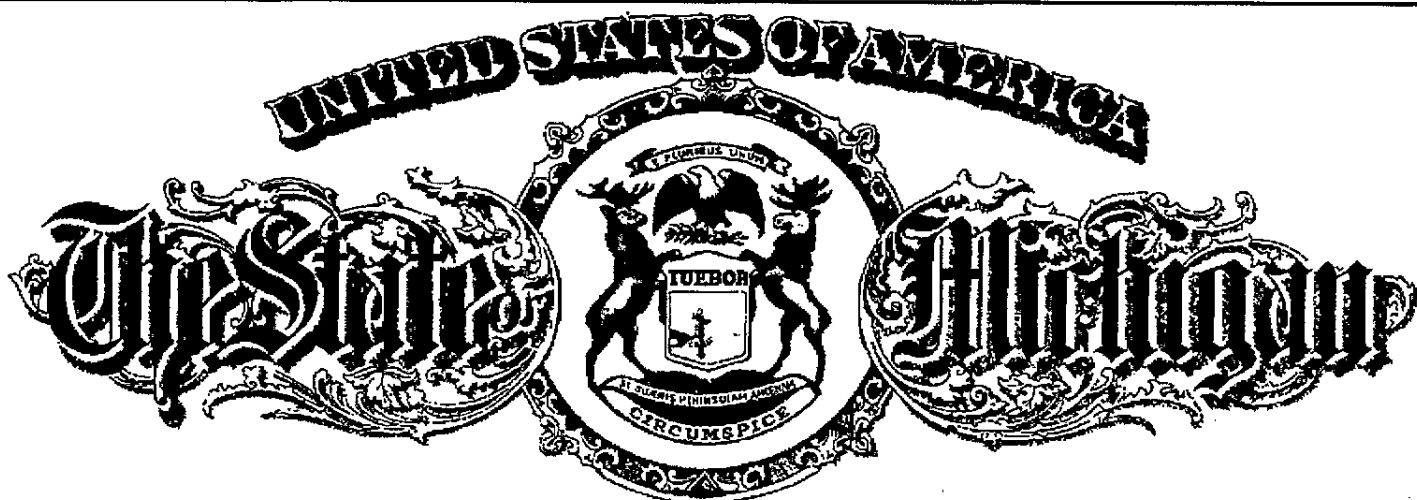
99 JAN 19 PM 4:30

FILED

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



Michigan Department of Consumer and Industry Services

Lansing, Michigan

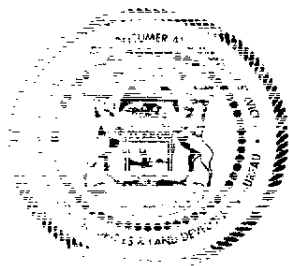
This is to Certify That

KEY WEST ACQUISITIONS, L.L.C.

a Michigan limited liability company, filed Articles of Organization in this office on September 25, 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.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 21st day of January, 1999.

Julie Croll

, Director

171L 0408256

Corporation, Securities and Land Development Bureau