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THE TUSCARORA CORPORATION
P.O. Box 912 • Rocky Mount, NC 27802 • (252) 443-7041

January 27, 1999

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-01/28/99-01079-001
***337.50 ***337.50

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

Re: Mr. Dunderbak at Citrus Park, LLC

Gentlemen:

Enclosed please find the following items with reference to the above captioned company:

1. Application by Foreign LLC for Authorization to Transact Business in Florida
2. Affidavit of Membership for Foreign LLC
3. Certificate of Designation of Registered Agent
4. Original Certificate of Existence
5. Copy of Articles of Organization
6. Check in the amount of \$337.50 for the following:
 - a. Application and Affidavit Filing Fee
 - b. Fee for designation of Registered Agent
 - c. Fee for Certified Copy
7. Return overnight package.

Your assistance in expediting this process would be greatly appreciated. If you have any questions or need any further information, please do not hesitate to let me know.

Sincerely,

Becky Butler
Becky Butler
Office Manager

/bb
Enclosures

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
V. P. Verifier	

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DIVISION OF CORPORATIONS
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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. Mr. Dunderbak at Citrus Park, 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. NC
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 56-2113203
(FEI number, if applicable)
4. December 10, 1998
(Date of Organization)
5. 2048
(Duration: Year limited liability company will cease to exist or "perpetual")
6. March, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 747 Citrus Park Town Center Mall
Tampa, FL 33625
(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>George G. Richards</u>	<u>Mgr.</u>	<u></u>	<u></u>
<u>4300 Six Forks Road</u>		<u></u>	
<u>Raleigh, NC 27609</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.)

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

MR. DUNDERBAK AT CITRUS PARK, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 10th day of December, 1998, with a period of duration ending DEC 2048.

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 25th day of January, 1999.


Elaine F. Marshall

Secretary of State

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

The undersigned member or authorized representative of a member of _____
Mr. Dunderbak at Citrus Park, 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 \$500,000 ;
- 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 \$500,000
(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.)

E. Wayne Gibson

Typed or printed name of signer

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:

Mr. Dunderbak at Citrus Park, LLC

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

Corporate Services Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 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.

Karen B. Rozar
(Signature)

Karen B. Rozar, As Its Agent

Filing Fee: \$ 35 for Designation of Registered Agent