



M99000000354

ACCOUNT NO. : 072100000032

REFERENCE : 164804 140967A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 11, 1999

ORDER TIME : 9:53 AM

ORDER NO. : 164804-005

CUSTOMER NO: 140967A

CUSTOMER: Thomas E. Carr, Esq.
Thomas E. Carr & Associates,
Suite 650
1100 Boulders Parkway
Richmond, VA 23225

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****346.25 ****346.25

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DIVISION OF CORPORATIONS
99 MAR 11 PM 3:45

FOREIGN FILINGS

NAME: WINDSONG MANAGEMENT, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

Name	CR3-11
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Document	
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Number	
W. P. A.	

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99 MAR 11 AM 10:39

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 11, 1999

ANGIE GLISAR
CSC

SUBJECT: WINDSONG MANAGEMENT, L.L.C.
Ref. Number: W99000005934

RESUBMIT
Please give original
submission date as file date.

We have received your document for WINDSONG MANAGEMENT, L.L.C. and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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

Tammi Cline
Document Specialist

Letter Number: 899A00011634

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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. Windsong Management, L.L.C.
(Name of foreign limited liability company)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied For
(FEI number, if applicable)
4. February 24, 1999
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. March 10, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 14700 Village Square Place
Midlothian, Virginia 23112
(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>Roger S. Arrowsmith</u>	<u>MGRM</u>	_____	_____
<u>1880 Eagle Harbor Parkway</u>	_____	_____	_____
<u>Orange Park, FL 32073</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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

The undersigned member or authorized representative of a member of Windsong Management,
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

\$ 70,500;

3) if any, the agreed value of property other than cash contributed by member(s) is
(A description of the property is attached and made a part hereto.)
and

\$ -0-;

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is
(This total includes amounts from 2 and 3 above.)

\$ 70,500.

Thomas E. Carr

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.)

Thomas E. Carr

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:

Windsong Management, 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, FL 32301
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.

Corporation Service Company

By: Karen B. Rozar

(Signature)

Karen B. Rozar, As Its Agent

Filing Fee: \$ 35 for Designation of Registered Agent

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 February 24, 1999 by WINDSONG MANAGEMENT, L.L.C..

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

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: March 09, 1999

Joel H. Beck

Clerk of the Commission