



THE UNITED STATES
CORPORATION
COMPANY

M99000000620

ACCOUNT NO. : 072100000032

REFERENCE : 207137 170123A

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 285.00

ORDER DATE : April 23, 1999

ORDER TIME : 11:53 AM

ORDER NO. : 217137-010

CUSTOMER NO: 170123A

CUSTOMER: Susan L. Eberly, Paralegal
Mallgren & Ferrell, P.C.
Suite 835
3600 S. Yosemite St.
Denver, CO 80237

200002853952--4

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 27 PM 11:19

FOREIGN FILINGS

NAME: SEVO WOODSIDE EXCHANGE LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 27 PM 4:16

hml
4/27/99

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. Sevo Woodside Exchange 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. Colorado 3. 552-86-7391
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 04/20/99 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 04/26/99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3600 S. Yosemite St., 10th Floor
Denver, Colorado 80237
(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>John M. Sevo</u>	<u>MGR</u>	<u></u>	<u></u>
<u>3600 S. Yosemite, 10th Flr.</u>		<u></u>	
<u>Denver, CO 80237</u>		<u></u>	
<u>Andrew S. Miller</u>	<u>MGR</u>	<u></u>	<u></u>
<u>3600 S. Yosemite, 10th Flr.</u>		<u></u>	
<u>Denver, CO 80237</u>		<u></u>	
<u></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.)

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

The undersigned member or authorized representative of a member of _____

Sevo Woodside Exchange 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

\$ 100.00


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

\$ 0.00;

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is

\$ 100.00

(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.)

Andrew S. Miller

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

FILED STATE
SECRETARY OF CORPORATIONS
99 APR 27 PM 4:16
DIVISION OF CORPORATIONS

**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.

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1. The name of the Limited Liability Company is:

Sevo Woodside Exchange LLC

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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)

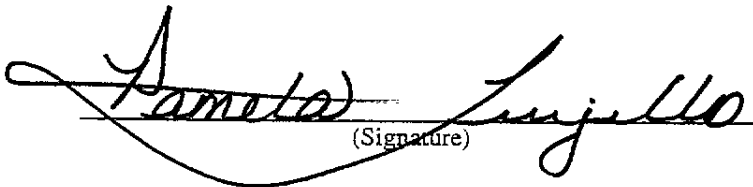
Tallahassee

FL

32301

City/State/Zip

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



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

SEVO WOODSIDE EXCHANGE LLC
(COLORADO LIMITED LIABILITY COMPANY)

FILE # 19991074567 WAS FILED IN THIS OFFICE ON April 20, 1999
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: April 21, 1999

Victoria Buckley

SECRETARY OF STATE

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