

FROM HILL, WARD, HENDERSON, P.A.

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Division of Corporations  
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From: Account Name : HILL, WARD & HENDERSON, P.A. II  
Account Number : 072100000520  
Phone : (813)221-3900  
Fax Number : (813)221-2900

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FOREIGN LIMITED LIABILITY COMPANY

Glass Palace, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$293.75

FROM HILL, WARD, HENDERSON, P, A.

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Fax No: (850) 922-400



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 27, 1999

GLASS PALACE, L.L.C.  
TWO CHAMPIONSHIP DRIVE  
AUBURN HILLS, MI 48326

SUBJECT: GLASS PALACE, L.L.C.  
REF: W9900009854

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell  
Corporate Specialist

FAX Aud. #: H9900009857  
Letter Number: 699A00022262

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**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. Glass Palace, 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. Michigan 3. 38-2770042  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
- 4. 11/22/95 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
- 6. 4/30/99  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
- 7. Two Championship Drive  
Auburn Hills, MI 48326  
(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:
Palace Sports & Entertainment, Inc.	MGR		
Two Championship Drive			
Auburn Hills, MI 48326			

FA 9-2178

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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.)


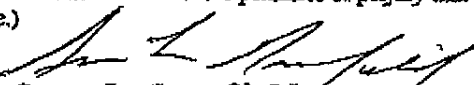
Prepared by: W. Lawrence Smith  
Florida Bar No. 352391  
(FL057 - 4/23/99) Post Office Box 2231  
Tampa, Florida 33601 ((H99000009857 6))  
(813) 221-3900

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

The undersigned member or authorized representative of a member of Class Palace, L.L.C.

\_\_\_\_\_ certifies:

- 1) the above named limited liability company has at least two members;
- 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
- 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 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.)  
  
 \_\_\_\_\_  
 Susan L. Greenfield  
 \_\_\_\_\_  
 Typed or printed name of signee

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**Filing Fee: \$250.00 for Application and Affidavit**

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**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:

Glass Palace, L.L.C.

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

Hill, Ward & Henderson

Attn. Larry Smith (Name)

101 E. Kennedy Blvd. Suite 3700 Barnett Plaza

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

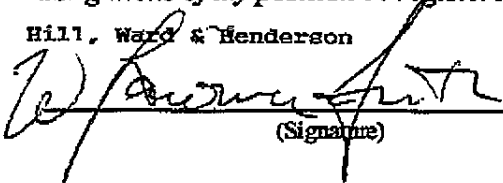
Tampa, FL 33602

(City/State/Zip)

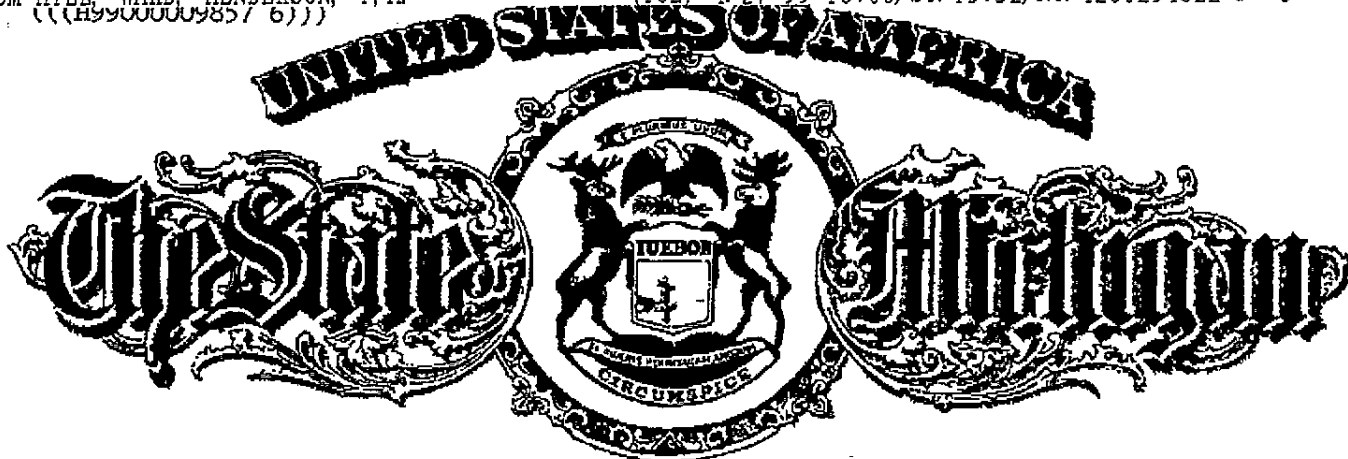
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*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.*

Hill, Ward & Henderson

  
(Signature)

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



**Michigan Department of Consumer and Industry Services**

Lansing, Michigan

*This is to Certify That*

**GLASS PALACE, L.L.C.**

*a Michigan limited liability company, filed Articles of Organization in this office on November 22, 1995.*

*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.*

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*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 19th day of April, 1999.*

*Julie Coll*

, Director

Corporation, Securities and Land Development Bureau