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June 9, 1999

VIA FEDERAL EXPRESS

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

900002902299--4
-06/11/99--01078--013
****285.00 ****285.00

Re: Delphin-Crystal Lakes, LLC

Dear Sir or Madam:

Enclosed for filing is the original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the referenced entity, together with the original Certificates of Existence. Also enclosed is our check in the amount of \$285.00 to cover your filing fee and the fee for designation of Registered Agent. Once these Articles have been filed, please return your letter of acknowledgment to me at the above address.

If you have any questions or need anything further, please do not hesitate to contact me.

Sincerely yours,

Vicki L. Mason

Vicki L. Mason, CLA
Certified Legal Assistant for the Firm

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SECRETARY OF STATE

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Enclosures

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

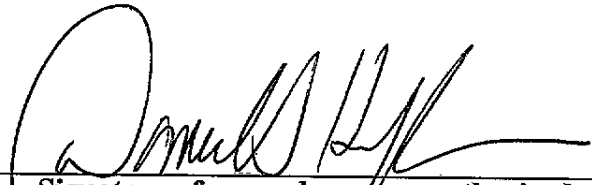
The undersigned member or authorized representative of a member of Delphin-Crystal Lakes, LLC
_____ certifies:

- 1) the above named limited liability company has at least one member;

- 2) the total amount of cash contributed by the member(s) is \$1,000.00 ;

- 3) if any, the agreed value of property other than cash contributed by member(s) is \$.00 ;
(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 \$1,000.00 .
(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.)

Daniel S. Huffenus, Organizer

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:

Delphin-Crystal Lakes, LLC

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

Steven B. Greenhut, Esq.

(Name)

McGuire, Woods, Battle & Boothe, LLP
3300 Barnett Center - 50 North Laura Street

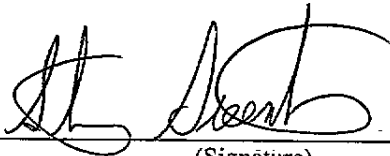
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Jacksonville, FL 32202-3635

City/State/Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

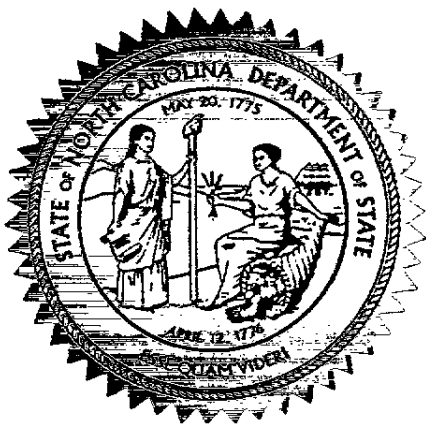
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify that

DELPHIN - CRYSTAL LAKES, 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 November, 1998, with its period of duration ending DEC 2028.

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 this date of this certificate.

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SECRETARY OF STATE
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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 4th day of June, 1999.

Elaine F. Marshall

Secretary of State