

Division of Corporations

Page 1 of 1

M 9 900 0 0 0 888

Florida Department of State

Division of Corporations
Public Access System
Katherine Harris, Secretary of StateFAY
4/14/99
pw

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000008863 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

99 APR 15 AM 10:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

To:

Division of Corporations
Fax Number : (850) 922-4003

CM

From:

Account Name : BLALOCK, LANDERS, WALTERS AND VOGLER, P.A.
Account Number : 076666003611
Phone : (941) 748-0100
Fax Number : (941) 745-2093SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 15 PM 2:42

RECEIVED

FOREIGN LIMITED LIABILITY COMPANY

WOODS AT FRENCHMAN'S CREEK, LLC

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$346.25

Electronic Filing Menu

Corporate Filing

Public Access Help

APR -15' 99 (THU) 14:03

BLALOCK LANDERS WALTERS & VOGLER

TEL: 941 745 2093

P. 006

850) 487-6013

04/15/99 12:33 Fl Dept of State

pl /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 15, 1999

STEPHEN J. GRAVE DE PERALTA
802 11TH STREET WEST
BRADENTON, FL 34205

SUBJECT: WOODS AT FRENCHMAN'S CREEK, LLC
REF: W99000008989

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 15 AM 10:28

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

The registered agent must sign accepting the designation.

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. #: H99000008863
Letter Number: 699A00019176

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

Fax Audit No.: H99000008863 5

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. Woods at Frenchman's Creek, 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. North Carolina
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Pending
(FEI number, if applicable)
4. March 26, 1999
(Date of Organization)
5. December 31, 2099
(Duration: Year limited liability company will cease to exist or "perpetual")
6. N/A - will commence after filing.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Drucker & Falk, LLC
7200 Stonehenge Drive, Suite 211, Raleigh, NC 27613
(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:

David C. Falk, Sr. Manager
c/o Drucker & Falk, LLC
7200 Stonehenge Drive, Suite 211
Raleigh, NC 27613

99 APR 15 AM 10:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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:
Stephen J. Grave de Peralta
802 - 11th Street West
Bradenton, FL 34205 (941) 748-0100
Florida Bar No.: 0155624

Fax Audit No.: H99000008863 5

Fax Audit No.: H99000008863 5

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

The undersigned member or authorized representative of a member of Woods at Frenchman's
Creek, 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 \$ 7,200,000;

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 \$ 7,200,000.
(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.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 15 AM 10:28

David C. Falk, Sr., Manager/Member

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

Fax Audit No.: H99000008863 5

Fax Audit No.: H99000008863' 5

**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:

Woods at Frenchman's Creek, LLC

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

Blalock, Landers, Walters & Vogler, P.A.

(Name)

802 - 11th Street West

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

Bradenton

FL

34205

City/State/Zip

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 15 AM 10:28

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.

BLALOCK, LANDERS, WALTERS & VOGLER, P.A., a
Florida professional service corporation

By: Barbara Ann Held

Print Name: BARBARA ANN HELD

Its: Vice President

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

Fax Audit No.: H99000008863 5

STATE OF NORTH CAROLINA



Department of The
Secretary of State

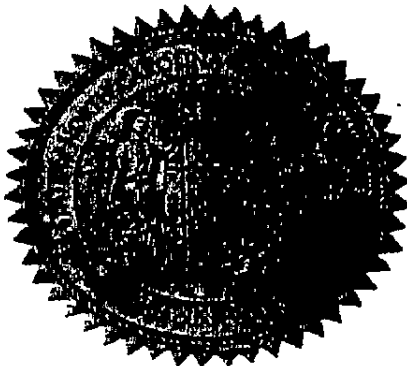
CERTIFICATE OF EXISTENCE (Limited Liability Company)

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

WOODS AT FRENCHMAN'S CREEK, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 26th day of March, 1999, with a period of duration ending DEC 2099.

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 7th day of April, 1999.

Elaine F. Marshall

Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 15 AM 10:28