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Compliance Consulting Corporation of Florida

Ron Lovell

407 S. Dixie Hwy., Suite 5
Lake Worth, FL 33560

Telephone (561) 586-3645

Fax (561) 586-6335

June 14, 1999

00789-02688-00691
W99-14364

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700002906057--4
-06/16/99--01017--004
****285.00 ****285.00

Dear Sir or Madam:

Enclosed you will find an application to register a foreign limited liability company.

The name of the company is:

Blue Sky Mortgage, LLC

Also, enclosed:

A check in the amount of \$285.00, to cover the filing fee and designation of registered agent fee.

An original certificate of existence from the State of Tennessee of the LLC

Please send the letter of acknowledgment to:

Ronald Lovell
407 S. Dixie Hwy., Suite 5
Lake Worth, FL 33460

Thank you.

Sincerely,

Ronald Lovell
Ronald Lovell

Name Availability	MJH
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 28 PM 1:39



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 21, 1999

RONALD LOVELL
407 S. DIXIE HWY, SUITE 5
LAKE WORTH, FL 33460

SUBJECT: BLUE SKY MORTGAGE LLC
Ref. Number: W99000014364

We have received your document for BLUE SKY MORTGAGE LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00032941

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. Blue Sky Mortgage 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. Tennessee
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 62-1736668
(FEI number, if applicable)
4. 5-1-98
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Registration
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 216 19th Ave North
Nashville, Tennessee 37203
(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>Richard A. Davis</u>	<u>Mgrm</u>	<u></u>	<u></u>
<u>216 19th Ave North</u>		<u></u>	
<u>Nashville, TN 37203</u>		<u></u>	
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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.)

Secretary of State

Corporations Section

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 05/20/1999
REQUEST NUMBER: 991401828
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 05/01/1998
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0350154
JURISDICTION: TENNESSEE

TO:
BLUE SKY MORTGAGE LLC
216 19TH AVE N
NASHVILLE, TN 37203

REQUESTED BY:
BLUE SKY MORTGAGE LLC
216 19TH AVE N
NASHVILLE, TN 37203

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"BLUE SKY MORTGAGE, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT THE MOST RECENT LIMITED LIABILITY ANNUAL REPORT REQUIRED HAS BEEN FILED;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 05/20/99

FROM:
BLUE SKY MORTGAGE
216 19TH AVE NORTH
NASHVILLE, TN 37203-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002499929
ACCOUNT NUMBER: 00284943



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

**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:

Blue!Sky Mortgage LLC

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

Ronald Lovell

(Name)

407 S. Dixie Hwy., Suite 5

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

Lake Worth

FL 33460

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.

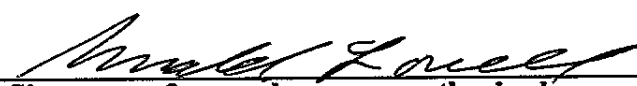

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of Blue Sky Mortgage 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 \$ 15,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 150,000.00
(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 \$ 165,000.00
(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.)

RONALD LOVELL

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

BLUE SKY MORTGAGE LLC

216 19TH Ave. North

Nashville, TN 37203

DESCRIPTION OF PROPERTY

(A description of property and part of Affidavit of Membership and Contributions of
Foreign Limited Liability Company)

3) The description of the property making up the \$150,000.00 in property other than cash
of Blue Sky Mortgage LLC is Real Estate (office building) located at:

216 19TH Ave. North

Nashville, TN 37203

Blue Sky1