

KENNEDY COVINGTON LOBDELL & HICKMAN, L.L.P.
ATTORNEYS AT LAW

Bank of America Corporate Center
Suite 4200
100 North Tryon Street
Charlotte, North Carolina 28202-4006
Telephone 704/331-7400
Facsimile 704/331-7598

Ruth Ann Meredith, Paralegal
Paralegal
704/331-7554
rmeredith@kclh.com

Other Offices:
Raleigh, North Carolina
Rock Hill, South Carolina

M9900000/084
JUL 17 1999
VIA FEDERAL EXPRESS (850/487-6051)

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

RE: LandMar Group, LLC, North Hampton, LLC, Pablo Developers, LLC, and East
Hampton GP, LLC
Our File No. 009032-197

Dear Madam or Sir:

600002909076--2
-06/18/99--01078--010
*****346.25 *****346.25

Enclosed please find for filing an Application By foreign Limited Loability Company for authorization to Transact Business in Florida together with the required original Certificate of Existence for each of the above-referenced entities. Also enclosed please find our Firm's checks in the amount \$346.25 for each of the entities for the following fees:

\$250.00 Filing fee for Application and Affidavit;
\$ 35.00 Designation of Registered Agent;
\$ 52.50 Certified Copy; and
\$ 8.75 Certificate of Status.

If you have any questions or need any additional information, please do not hesitate to call me.

Very truly yours,

Ruth Ann Meredith

Ruth Ann Meredith
Paralegal for the Firm

RAM/
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 24, 1999

RUTH ANN MEREDITH
KENNEDY COVINGTON LOBDEL & HICKMAN LLP
100 NORTH TRYON STREET SUITE 4200
CHARLOTTE, NC 28202-4006

SUBJECT: EAST HAMPTON GP, LLC
Ref. Number: W99000014796

We have received your document for EAST HAMPTON GP, LLC and your check(s) totaling \$346.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 699A00033742

FILED
99 JUL 13 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. East Hampton GP, 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. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for
(FEI number, if applicable)
4. May 19, 1999
(Date of Organization)
5. December 31, 2050
(Duration: Year limited liability company will cease to exist or "perpetual")
6. June 1, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 7751 Belfort Parkway, Suite 350
Jacksonville, Florida 32256
(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>LandMar Group, LLC</u>	<u>MGRM</u>
<u>400 S. Tryon Street, Suite 1300</u>	
<u>Charlotte, NC 28201</u>	
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

FILED
99 JUL 13 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**

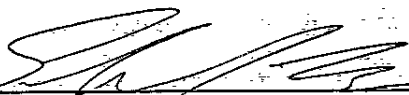
The member or authorized representative of a member of East Hampton GP, LLC
_____ certifies:

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

2) the total amount of cash contributed by the member(s) is \$ 7,666.59;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-;
(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 \$ 7,666.59.
(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.)

Edward F. Burr

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

FILED
99 JUL 13 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

East Hampton GP, LLC

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

Edward E. Burr

(Name)

7751 Belfort Parkway, Suite 350

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

Jacksonville, FL 32256

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.

By: 

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

99 JUL 13 AM 8:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EAST HAMPTON GP, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF MAY, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

3044894 8300

991213731

AUTHENTICATION:

9772584

DATE:

05-27-99