Document Number Only 200/217 C T CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street Address Tallahassee, FL 32301 (850)222-1092 City State Zip Phone 500002962265--6 -08/17/99--01057--011 CORPORATION(S) NAME ****285.00 ****285.00 () Profit () Amendment () NonProfit () Merger Limited Liability Company () Dissolution/Withdrawal **√**Foreign () Mark () Limited Partnership () Annual Report () Other () Reservation () Reinstatement () Change of R.A. () Limited Liability Partnership () Fictitious Name () Certified Copy () Photo Copies () CUS () Call When Ready () Call if Problem () After 4:30 Walk In () Will Wait (x) Pick Up () Mail Out Name Availability 8/17/99 PLEASE RETURN EXTRA COPY(S) FILE STAMPED Document Examiner THANKS JOEY Updater Verifier Acknowledgment

W.P. Verifier

RESOLUTION OF SOLE MANAGER

OF

DB HOLDINGS, L.L.C.

I, the undersigned, David Berkman, do hereby certify that this Resolution of the Sole Manager of DB Holdings, L.L.C., a limited liability company duly organized and existing under the laws of the State of Georgia, was duly adopted on August //, 1999.

RESOLVED, that DB Holdings, L.L.C. organized and existing in the state of Georgia, hereby adopts the name The Harbor Companies, L.L.C. for use in the State of Florida.

IN WITNESS WHEREOF, the undersigned has consented as of the day and year first above written.

David Berkman

Sole Manager

FILED 99 AUG 17 PM 2: 08 Secretary of Start

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:

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	Č:	TITLE:	TE & ADDRESS:	NAME	TITLE:	TE & ADDRESS:
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	necessar	nal page if n	g member [MGRM] or lorida: (attach addition IE & ADDRESS:	NAME	address of each ted liability com	inage the foreign limit E & ADDRESS: BERKMAN

^{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 hotocopy 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

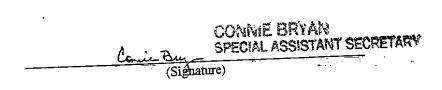
The undersigned member or authorized representative of a member of	
DB HOLDINGS, L.L.C. certifies:	
1) the above named limited liability company has at least two members;	
2) the total amount of cash contributed by the member(s) is	\$ <u>1000.00</u> ;
 if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto.) 	\$0;
and 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is (This total includes amounts from 2 and 3 above.)	\$
Betw Kil	·····
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.)	er.
Robert W. Reardon, Esq.	
Typed or printed name of signee	FILED 99 AUG 17 PM 2: 08 LEGICLARIA OF STANDA, ALL ANIASSEE, FLORIDA.
Filing Fee: \$250.00 for Application and Affid	avit

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:	
DB HOLDINGS, L.L.C.	
2. The name and the Florida street address of the registered agent and office are:	
C T CORPORATION SYSTEM (Name)	
C/O C T Corporation 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)	- इ.च्छे. शं धका ः
Plantation FL 33324 City/State/Zip	ा ह म्

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.



Filing Fee: \$ 35 for Designation of Registered Agent

99 AUG 17 PM 2: 08

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530 DOCKET NUMBER : K92230409

CONTROL NUMBER : K520812

DATE INC/AUTH/FILED: 07/13/1995

JURISDICTION : GEORGIA

PRINT DATE : 08/11/1999

FORM NUMBER : 211

CT CORPORATION SYSTEM
MELANIE NORWOOD
1201 PEACHTREE STREET, NE
ATLANTA, GA 30361

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

DB HOLDINGS, L.L.C. A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the abovenamed entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox
Secretary of State