

M 990000001593
JOHNSON, BLAKELY, POPE, BOKOR, RUPPEL & BURNS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

E. D. ARMSTRONG III
BRUCE W. BARNES
JOHN T. BLAKELY
BRUCE H. BOKOR
GUY M. BURNS
JONATHAN S. COLEMAN
MICHAEL T. CRONIN
ROBERT M. DAISLEY
ELIZABETH J. DANIELS

MARION HALE
JAMES W. HUMANN
SCOTT C. ILGENFRITZ
FRANK R. JAKES
TIMOTHY A. JOHNSON, JR.
SHARON E. KRICK
ROGER A. LARSON
JOHN R. LAWSON, JR.*
MICHAEL G. LITTLE

MICHAEL C. MARKHAM
STEPHANIE T. MARQUARDT
F. WALLACE POPE, JR.
ROBERT V. POTTER, JR.
DONALD P. REED
DARRYL R. RICHARDS
PETER R. RIVELLINI
DENNIS G. RUPPEL*
CHARLES A. SAMARKOS

JOHN A. SCHAEFER
CLAY C. SCHUETT
PHILIP M. SHASTEEN
PIERCY J. STAKELUM IV
JOAN M. VECCHIOLI
STEVEN H. WEINBERGER
AMBER F. WILLIAMS
JULIUS J. ZSCHAU
*OF COUNSEL

PLEASE REPLY TO CLEARWATER

FILE NO. 39341.100893

October 1, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

3000003004903--2
-10/04/99-01136-019
*****293.75 *****138.75
#130.00

Re: SP-Port Chester, LLC, a Delaware Limited Liability Company

Dear Sir or Madam:

Enclosed is our firm's check for the filing fees, which was inadvertently omitted from my letter dated September 30, 1999, which read as follows. Enclosed is a fully executed original Application for Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent, original Certificate of Good Standing from the Delaware Secretary of State, and our firm's check in the amount of \$293.75 for the filing fees and Certificate of Status.

Please file the enclosed application and return a Certificate of Status to my attention at the above-referenced address. In the event you require additional information, please contact me at your convenience.

Sincerely,

JOHNSON, BLAKELY, POPE,
BOKOR, RUPPEL & BURNS, P.A.

Ta See

Tami Lee Meagher, Legal Assistant

:tlm
Enclosures

CLEARWATER OFFICE
911 CHESTNUT STREET
POST OFFICE BOX 1368
CLEARWATER, FLORIDA 33756-1368
TELEPHONE: (727) 461-1818
TELECOPIER (727) 441-8617
BANKRUPTCY TELECOPIER (727) 443-6548

TAMPA OFFICE
100 NORTH TAMPA STREET
SUITE 1800
POST OFFICE BOX 1100
TAMPA, FLORIDA 33602-5145
TELEPHONE (813) 225-2500
TELECOPIER (813) 223-7118

NAPLES OFFICE
975 SIXTH AVE. S
POST OFFICE BOX 1368
NAPLES, FLORIDA 34102
TELEPHONE (941) 435-0035
TELECOPIER: (941) 435-9992

FILED
OCT-4 PM 2:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

10/7

JOHNSON, BLAKELY, POPE, BOKOR, RUPPEL & BURNS, P.A.
ATTORNEYS AND COUNSELLORS AT LAW

E. D. ARMSTRONG III
BRUCE W. BARNES
JOHN T. BLAKELY
BRUCE H. BOKOR
GUY M. BURNS
JONATHAN S. COLEMAN
MICHAEL T. CRONIN
ROBERT M. DAISLEY
ELIZABETH J. DANIELS

MARION HALE
JAMES W. HUMANN
SCOTT C. ILGENFRITZ
FRANK R. JAKES
TIMOTHY A. JOHNSON, JR.
SHARON E. KRICK
ROGER A. LARSON
JOHN R. LAWSON, JR.*
MICHAEL G. LITTLE

MICHAEL C. MARKHAM
STEPHANIE T. MARQUARDT
F. WALLACE POPE, JR.
ROBERT V. POTTER, JR.
DONALD P. REED
DARRYL R. RICHARDS
PETER R. RIVELLINI
DENNIS G. RUPPEL*
CHARLES A. SAMARKOS

JOHN A. SCHAEFER
CLAY C. SCHUETT
PHILIP M. SHASTEEN
PIERCY J. STAKELUM IV
JOAN M. VECCHIOLI
STEVEN H. WEINBERGER
AMBER F. WILLIAMS
JULIUS J. ZSCHAU
*OF COUNSEL

PLEASE REPLY TO CLEARWATER

FILE NO. 39341.100893

September 30, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: SP-Port Chester, LLC, a Delaware Limited Liability Company

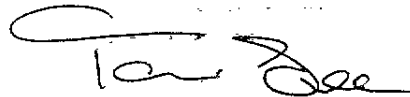
Dear Sir or Madam:

Enclosed is a fully executed original Application for Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent, original Certificate of Good Standing from the Delaware Secretary of State, and our firm's check in the amount of \$293.75 for the filing fees and Certificate of Status.

Please file the enclosed application and return a Certificate of Status to my attention at the above-referenced address. In the event you require additional information, please contact me at your convenience.

Sincerely,

JOHNSON, BLAKELY, POPE,
BOKOR, RUPPEL & BURNS, P.A.



Tami Lee Meagher, Legal Assistant

:tlm

Enclosures

cc: Amber F. Williams, Esquire (w/encs.)
197165.01

CLEARWATER OFFICE
911 CHESTNUT STREET
POST OFFICE BOX 1368
CLEARWATER, FLORIDA 33756-1368
TELEPHONE: (727) 461-1818
TELECOPIER (727) 441-8617
BANKRUPTCY TELECOPIER (727) 443-6548

TAMPA OFFICE
100 NORTH TAMPA STREET
SUITE 1800
POST OFFICE BOX 1100
TAMPA, FLORIDA 33602-5145
TELEPHONE (813) 225-2500
TELECOPIER (813) 223-7118

NAPLES OFFICE
975 SIXTH AVE. S
POST OFFICE BOX 1368
NAPLES, FLORIDA 34102
TELEPHONE: (941) 435-0035
TELECOPIER: (941) 435-9992

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. SP-PORT CHESTER, LLC
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)
DELAWARE
2. _____ 3. 22-3638642
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. JANUARY 20, 1999 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. SEPTEMBER 1, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 15 EAST NORTH STREET
DOVER, DELAWARE 19901
(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:
J. DAVID PAGE	(MGRM) Sole Member		
1911 - 65th AVENUE, WEST			
TACOMA, WASHINGTON 98466			

FILED
 99 OCT -4 PM 2:16
 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.)

**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:

SP-Port Chester, LLC, a Delaware limited liability company

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

Peter Leach

(Name)

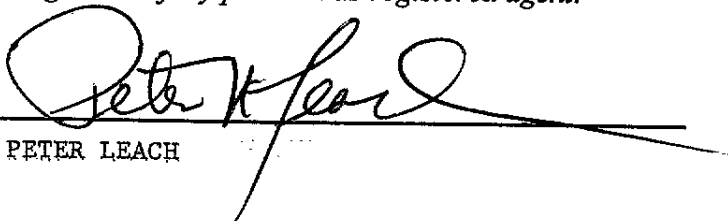
c/o Southport Financial Services
3000 Gulf-to-Bay Boulevard, Suite 300

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

Clearwater, Florida 33759

(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.

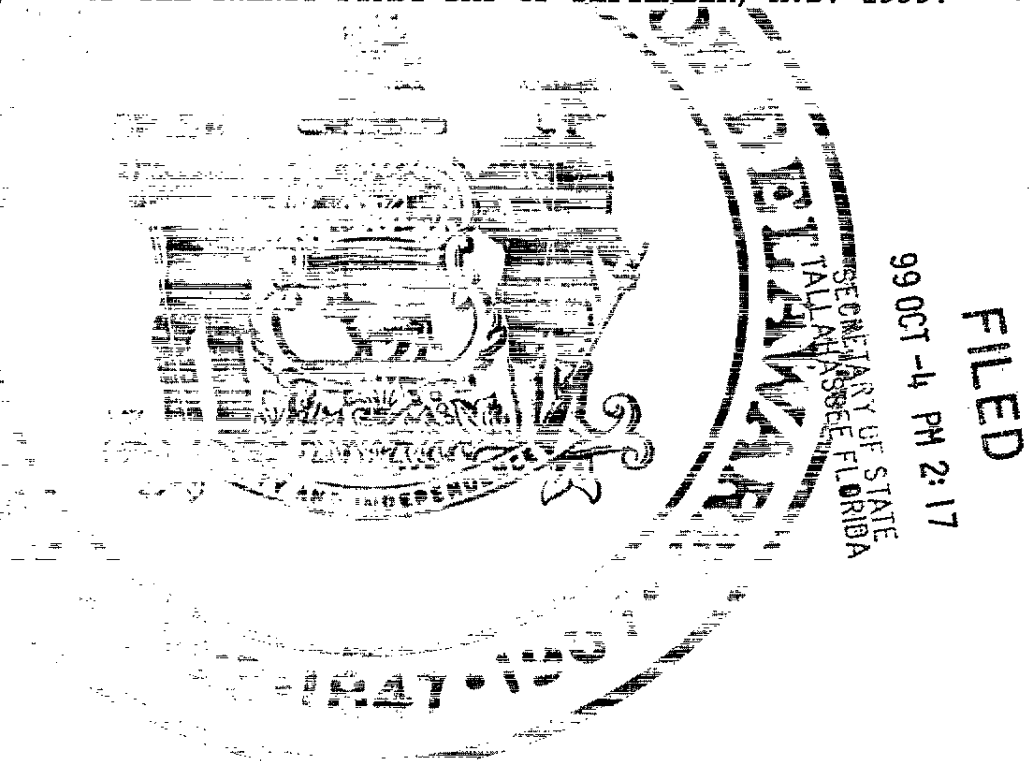

PETER LEACH

Filing Fee: \$ 35 for Designation of Registered Agent

FILED
99 OCT -4 PM 2:16
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 "SP-PORT CHESTER, 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-FIRST DAY OF SEPTEMBER, A.D. 1999.



99 OCT -4 PM 2:17

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

9981898

DATE:

09-21-99

2995157 8300

991391596