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ARNALL GOLDEN & GREGORY, LLP

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TELEPHONE (404) 873-8500 • FACSIMILE (404) 873-8501

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(912) 745-3344

WRITER'S DIRECT DIAL NUMBER
404-873-7016
WRITER'S DIRECT DIAL FACSIMILE
404-873-7017

October 12, 1999

Via Federal Express

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Attention: Ms. Brenda Tadlock

Re: Application to Register to Transact Business in the State of Florida

Dear Brenda:

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-10/14/99-01075--001
****160.00 ****160.00

We have enclosed the following documents necessary for Miles-Courtyard-WP, LLC, a Georgia limited liability company, to register to transact business in the state of Florida:

1. Application in compliance with Section 608.503 of the Florida Statute; ✓
2. Certificate of Designation of Registered Agent / Registered Office; ✓
3. An original Certificate of Organization for Miles-Courtyard-WP, LLC; ✓
4. A check in the amount of one hundred sixty dollars (\$160.00) to cover the filing fee for the application, the designation of registered agent, a certified copy, and a certificate of status; and ✓
5. A federal express envelope for sending us the certified copy and the certificate of status.

Name	
Availability	
Document Examiner	✓
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FOR UC
✓
10/14

voided 10/13/99
w99-23601
FILING 100.00
R. COPY 35.00
R. AGENT 25.00
TOTAL 160.00
BALANCE DUE \$
REFUND \$

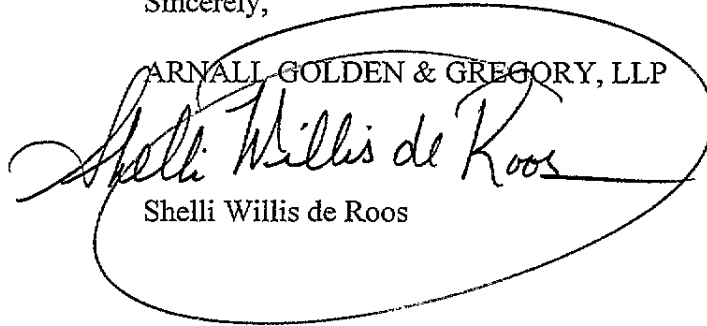
ARNALL GOLDEN & GREGORY, LLP

Registration Section
Attention: Ms. Brenda Tadlock
October 12, 1999
Page 2

If you have any questions or need anything further, please call me at the above referenced number. Thank you for your help in this matter.

Sincerely,

ARNALL GOLDEN & GREGORY, LLP

A handwritten signature in cursive script, reading "Shelli Willis de Roos", is enclosed within a large, hand-drawn oval. The signature is written in dark ink on a white background.

Shelli Willis de Roos

SWdR:cdbi
Enclosures

cc: Steven A. Pepper, Esq.

ARNALL GOLDEN & GREGORY, LLP

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October 13, 1999

Via Federal Express

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Attention: Ms. Brenda Tadlock

Re: Application to Register to Transact Business in the State of Florida

Dear Brenda:

We have enclosed the following document in order to complete the packet necessary for Miles-Courtyard-WP, LLC, a Georgia limited liability company, to register to transact business in the state of Florida:

1. An original Certificate of Existence for Miles-Courtyard-WP, LLC. ✓

If you have any questions or need anything further, please call me at the above referenced number. Thank you for your help in this matter. ✓

Sincerely,

ARNALL GOLDEN & GREGORY, LLP



Shelli Willis de Roos

SWdR:cdbi
Enclosure

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:

1. Miles-Courtyard-WP, LLC
(Name of foreign limited liability company)
2. Georgia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 58-2494174
(FEI number, if applicable)
4. September 22, 1999
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. October 15, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. in Florida: c/o CT Corporation System; 1200 S. Pine Island Rd.; Plantation, FL 33324

(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

Miles-Courtyard-WP Management Company

3379 Peachtree Road, N.E., Suite 500

Atlanta, Georgia 30326

Attention: Daniel J. Miles, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction 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.)

11. Nature of business or purposes to be conducted or promoted in Florida: To acquire, own, hold, maintain, and operate a multi-family apartment property located at 1695 Lee Road; Winter Park, Florida

DJ Miles

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Daniel J. Miles, Member

Typed or printed name of signee

**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:

Miles-Courtyard-WP, LLC

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

CT Corporation System
(Name)

1200 S. Pine Island Road
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation, FL 33324
City/State/Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 as provided for in Chapter 608, F.S..



(Signature)

ALLAN FARNELL
ASSISTANT SECRETARY

\$ 100.00
\$ 25.00
\$ 30.00
\$ 5.00

Filing Fee for Application
Designation of Registered Agent
Certified Copy (optional)
Certificate of Status (optional)

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K92860718
CONTROL NUMBER : K939391
DATE INC/AUTH/FILED: 09/22/1999
JURISDICTION : GEORGIA
PRINT DATE : 10/13/1999
FORM NUMBER : 211

ARNALL GOLDEN & GREGORY
ATTN: CHANDRA G. HOUSTON
1201 W. PEACHTREE ST STE 2800
ATLANTA, GA 30309

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

MILES-COURTYARD-WP, LLC 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 above-named 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