

M99000001799

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 11/12/99

REF. #: 0151 9117

CORP. NAME: The Gatehouse Group LLC

900003043089--7
-11/12/99--01089--021
*****78.75 *****78.75
900003043089--7
-11/15/99--01002--026
*****51.25 *****51.25

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- FOREIGN QUALIFICATION
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER:

FILED
99 NOV 15 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA
11/16

STATE FEES PREPAID WITH CHECK# 6424 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING
- CERTIFICATE OF STATUS

RECEIVED
99 NOV 12 PM 2:33
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials _____

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

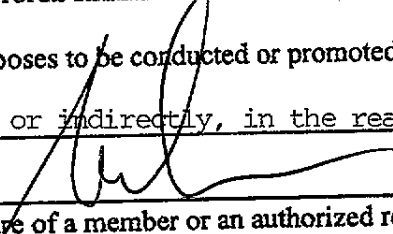
- 1. The Gatehouse Group LLC
(Name of foreign limited liability company)
- 2. Commonwealth of Massachusetts
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. applied for
(FEI number, if applicable)
- 4. 10/21/99
(Date of Organization)
- 5. 12/31/2050
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
- 7. c/o The Gatehouse Group
313 Congress Street
Boston, MA 02210
(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:
as above

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 engage, directly or indirectly, in the real estate business


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.)
Marc S. Plonskier, Manager
Typed or printed name of signee

FILED
99 NOV 15 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REPRESENTATIVE 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:

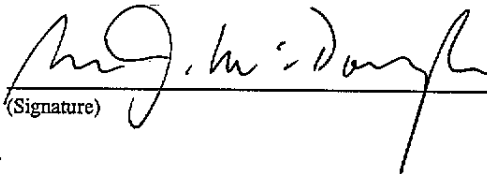
THE GATEHOUSE GROUP LLC

2. The name and address of the registered agent and office is:

Name: BRIAN J. MCDONOUGH, ESQ.

Office Address: 150 West Flagler Street
Suite 2200
Miami, FL 33130

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)

11/10/99
(Date)

901109 55 pm 2:48
FILED
STATE OF FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

October 21, 1999

TO WHOM IT MAY CONCERN:

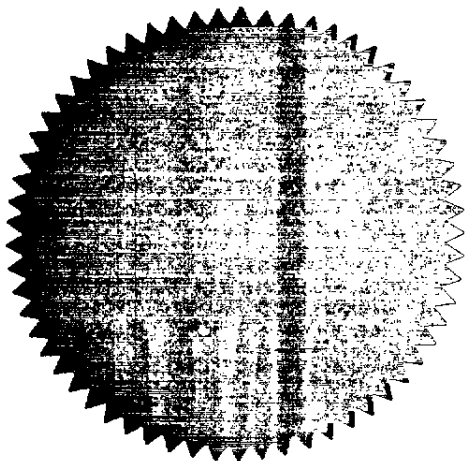
I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

THE GATEHOUSE GROUP LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **October 21, 1999.**

I further certify that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.

FILED
99 NOV 15 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth