



199000001945

ACCOUNT NO. : 072100000032  
REFERENCE : 507238 5018736  
AUTHORIZATION : Patricia Pizute  
COST LIMIT : \$ 325.00

ORDER DATE : December 7, 1999

ORDER TIME : 11:46 AM

ORDER NO. : 507238-010

CUSTOMER NO: 5018736

800003065558--5

CUSTOMER: Ms. Dollie Lewis  
Conam Management Corporation  
1764 San Diego Ave.

San Diego, CA 921101997

FOREIGN FILINGS

NAME: PARROT'S LANDING PHASE II LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY - 5 COPIES
- PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING - 10 GOOD STANDINGS

CONTACT PERSON: Janine Lazzarini

CF = 125  
30x5 = 150  
10x5 = 50  

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325

99 DEC -9 PM 2:04  
99 DEC -9 PM 1:00  
FILED  
RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
WZ 12/9

**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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. Parrot's Landing Phase II LLC  
(Name of foreign limited liability company)

2. Delaware 3. 33-0882970  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. December 2, 1999 5. 2025  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. The filing date of this application for qualification in Florida.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1764 San Diego Avenue  
San Diego, California 92110  
(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:

Parrot's Landing Investors LLC, Managing Member

1764 San Diego Avenue

San Diego, CA 92110

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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: Real Estate Ownership and Management

Parrot's Landing Investors LLC, Managing Member  
By: Continental American Properties, Ltd., Member

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.)

By: [Signature]  
Typed or printed name of signee  
E. Scott Dupree, Vice President

**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:

Parrot's Landing Phase II, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL

32301

City/State/Zip

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TALLAHASSEE, FLORIDA

*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.*

Deborah D. Skipper

(Signature)

**Deborah D. Skipper  
as its agent**

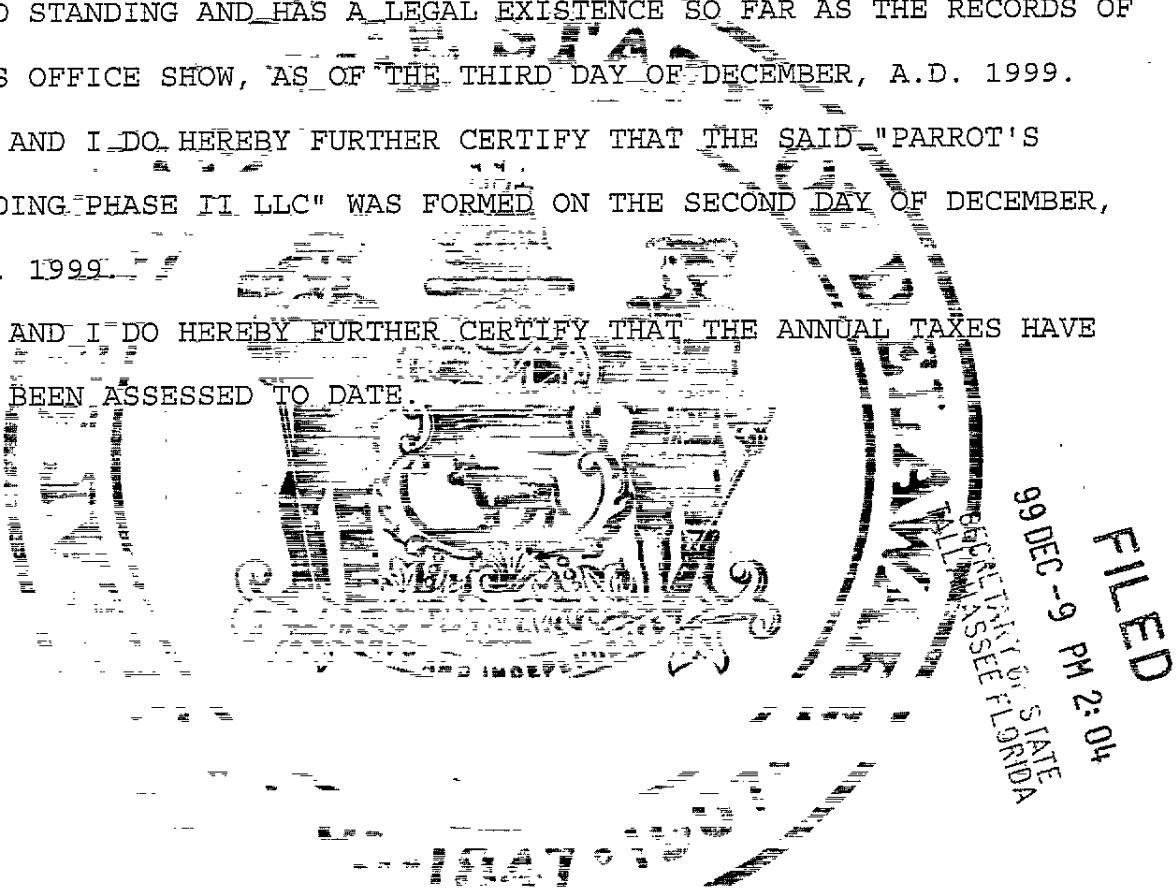
\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARROT'S LANDING PHASE II 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 THIRD DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PARROT'S LANDING PHASE II LLC" WAS FORMED ON THE SECOND DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED  
99 DEC - 9 PM 2:04  
SECRETARY OF STATE  
DELAWARE



*Edward J. Freel*

Edward J. Freel, Secretary of State

3135198 8300

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AUTHENTICATION:

0116173

DATE:

12-03-99