



M02000000285

ACCOUNT NO. : 072100000032

REFERENCE : 486402 4804909

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 155.00

ORDER DATE : December 20, 2001

ORDER TIME : 10:37 AM

ORDER NO. : 486402-010

CUSTOMER NO: 4804909

CUSTOMER: Gayle S. Finger, Legal Asst
Miro Weiner & Kramer
Suite 100
38500 Woodward Avenue
Bloomfield Hill, MI 48304

RECEIVED
02 FEB -4 AM 11:21
MICHIGAN SECRETARY OF STATE
TOLSON DRIVE, LANSING, MI 48224

FOREIGN FILINGS

300004863813--1

NAME: RBS SPYGLASS, LLC

file first

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: *UB*
2402

APPROVED
AND
FILED
02 FEB -4 PM 2:23
MICHIGAN SECRETARY OF STATE
TOLSON DRIVE, LANSING, MI 48224

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:

1. RBS SPYGLASS, LLC
(Name of foreign limited liability company)

2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____
(FEI number, if applicable)

4. 1/1/02
(Date of Organization)

5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON FILING OF THE APPLICATION FOR REGISTRATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 4500 GORDON DRIVE, NAPLES, FL 34102
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

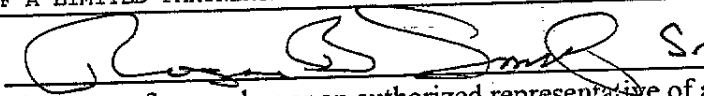
9. The name and usual business addresses of the managing members or managers are as follows:

ROGER B. SMITH, SR. - 4500 GORDON DRIVE, NAPLES, FL 34102

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 ACT SOLELY AS THE

GENERAL PARTNER OF A LIMITED PARTNERSHIP


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.)

ROGER B. SMITH, SR., MANAGING MEMBER
Typed or printed name of signee

02 FEB -4 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED AND FILED

**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:

RBS SPYGLASS, LLC

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

ROGER B. SMITH, SR.

(Name)

4500 GORDON DRIVE

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

NAPLES

FL

34102

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



(Signature)

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 FEB -14 PM 2:23

APPLIED
AND
FILED

Delaware

PAGE 1

The First State

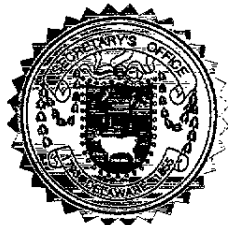
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RBS SPYGLASS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JANUARY, A.D. 2002.

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

APPROVED
AND
FILED

02 FEB -1, PM 2:23

SECRETARY OF STATE
DELAWARE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1537565

3459108 8300

020003309

DATE: 01-03-02