

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

S & P FOREIGN ASSETS, LLC A TEXAS SERIES LIMITED LIABILITY COMPANY

is an entity formed or registered under the law of Texas has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20141235015.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 04/09/2014 that have been posted, and by documents delivered to this office electronically through 04/11/2014 @ 11:13:02.

This certificate does not reflect whether the entity is transacting business or conducting activities in Colorado under an assumed name.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 04/11/2014 @ 11:13:02 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8819831.



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."

50038224



Colorado Secretary of State
 Date and Time: 04/11/2014 11:09 AM
 ID Number: 20141235015
 Document number: 20141235015
 Amount Paid: \$100.00

Document must be filed electronically.
 Paper documents are not accepted.
 Fees & forms are subject to change.
 For more information or to print copies
 of filed documents, visit www.sos.state.co.us.

ABOVE SPACE FOR OFFICE USE ONLY

Statement of Foreign Entity Authority
 filed pursuant to § 7-90-803 of the Colorado Revised Statutes (C.R.S.)

1. The entity ID number, the entity name, and the true name, if different, are

Entity ID number 20141235015
(Colorado Secretary of State ID number)

Entity name S & P ASPEN BRICK, LLC A TEXAS SERIES SUBSIDIARY LIMITED LIABILITY COMPANY

True name S & P FOREIGN ASSETS, LLC A TEXAS SERIES LIMITED LIABILITY COMPANY
(if different from the entity name)

2. The form of entity and the jurisdiction under the law of which the entity is formed are

Form of entity Foreign Limited Liability Company

Jurisdiction Texas

3. The principal office address of the entity's principal office is

Street address Unit 8201 One Vail Road
(Street number and name)

Vail CO 81657
(City) (State) (ZIP/Postal Code)

United States
(Province - if applicable) (Country)

Mailing address
(leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)
(Province - if applicable) (Country)

4. The registered agent name and registered agent address of the entity's registered agent are

Name Pansing James E
(if an individual) (Last) (First) (Middle) (Suffix)

or

(if an entity)
(Caution: Do not provide both an individual and an entity name.)

Street address

600 Grant St. #201

(Street number and name)

Denver

(City)

CO

(State)

80203

(ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

CO

(State)

(ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

5. The date the entity commenced or expects to commence transacting business or conducting activities in Colorado is 04/10/2014.
(mm/dd/yyyy)

6. (If applicable, adopt the following statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

7. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing the document to be delivered for filing are

Pansing

(Last)

James

(First)

E

(Middle)

(Suffix)

600 Grant St. #201

(Street number and name or Post Office Box information)

Denver

(City)

CO

(State)

80203

(ZIP/Postal Code)

United States

(Province - if applicable)

(Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

Land Title
GUARANTEE COMPANY

Gail Ferry <gferry@ltgc.com>

New contract ROFR for 1206 Village Rd Unit 304 Bldg B Townsend PI

1 message

Karen Spaid <kspaid@ltgc.com>

Tue, Apr 15, 2014 at 10:58 AM

To: Heather Beckett <hbeckett@slifer.net>, bart@vailrealty.com, montageproperties@yahoo.com, Gail Ferry <gferry@ltgc.com>

Hello Heather, Bart and Leah,

I still have not seen the signed contract for the exercised Right Of First Refusal on this unit. I must get the new contract signed by the new buyer Andrew Cuomo and the Fields. The contract must be exactly the same as the old contract with a closing date of 4/30. I cannot open a file or get the title work started without this contract. Our title department will also need to get the notarized Right of First Refusal documents for our files and to get recorded. Bart please let me know what other unit you own in Townsend PI to make sure there are no deficiencies on that unit.

Please send me the contract as soon as possible since we have such a short time line and I would like to deposit this earnest money check.

Thanks, Karen



Karen Spaid
Land Title Guarantee Company
0090 Benchmark Road, Ste. 205 (UPS and Fed-Ex)
PO Box 3480 (Regular Mail)
Avon, CO 81620
Phone: 970-748-4787
Fax: 877-375-5033
Email: kspaid@ltgc.com



Land Title Guarantee(d) Company
Local | Professional | Stable | Resourceful | Collaborative