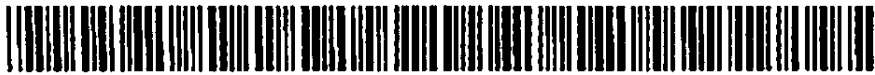


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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 DEC 17 AM 10:08

FOREIGN PROFIT/NONPROFIT CORPORATION
SUN QRS POOL B, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

RECEIVED
13 DEC 17 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu Corporate Filing Menu Help

[Handwritten Signature]
12-18-13

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Sun QRS Pool B, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susan R. McMaster

Name of Person

Jaffe Rain Hauer & Weiss PC

Firm/Company

27777 Franklin Road, Suite 2500

Address

Southfield, MI 48034

City/State and Zip code

RHosono@sunecorp.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Susan R. McMaster

at (248) 727-1485

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

SECRETARY OF STATE
DIVISION OF CORPORATE REGISTRATION
13 DEC 17 AM 10:08

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Sun QRS Pool B, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ino.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Michigan 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 16, 2013 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 27777 Franklin Road, Suite 200, Southfield, MI 48034
(Principal office address)

27777 Franklin Road, Suite 200, Southfield, MI 48034
(Current mailing address)

8. Real Estate/Manager Entry
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

NRAI Services, Inc.
By: [Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Gary A. Shiffman
Address: 27777 Franklin Road, Suite 200, Southfield, MI 48034

Vice Chairman: Arthur A. Weisz
Address: 27777 Franklin Road, Suite 2500, Southfield, MI 48034

Director: Jennifer A. Schwartz c/o NRAI Entity Services, LLC
Address: 1209 Orange Street, Wilmington, DE 19801

Director: Steven P. Zimmer c/o NRAI Entity Services, LLC
Address: 1209 Orange Street, Wilmington, DE 19801

B. OFFICERS

President: Gary A. Shiffman
Address: 27777 Franklin Road, Suite 200, Southfield, MI 48034

Vice President: John B. McLaren (EVP/VP & COO)
Address: 27777 Franklin Road, Suite 200, Southfield, MI 48034

Secretary: Karen J. Dearing (EVP, Treasurer/CFO & Secretary)
Address: 27777 Franklin Road, Suite 200, Southfield, MI 48034

EVP: Jonathan M. Colman
Address: 27777 Franklin Road, Suite 2500, Southfield, MI 48034

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

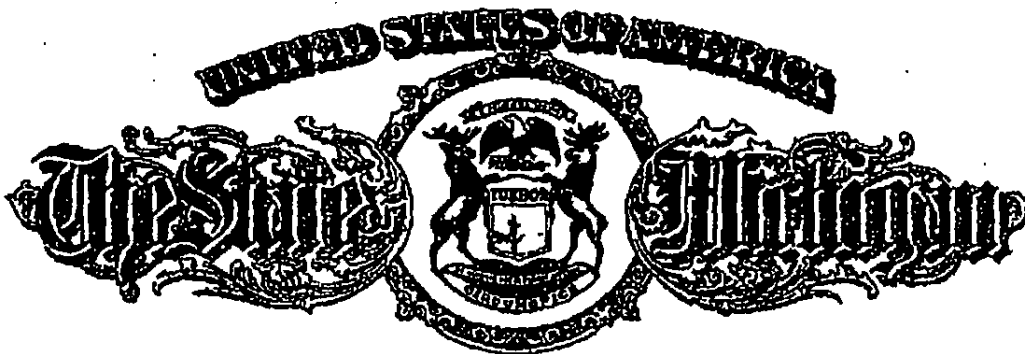
13.  Karen J. Dearing, EVP
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, P.S.

14. Karen J Dearing, EVP
(Typed or printed name and capacity of person signing application)

DEC-16-2013 09:53 JAFFE LAW PC1
12/16/2013 9:41:03 AM -0500 DELEO FAXCOM

2483613082 P.010/011
PAGE 10 OF 11



Department of Licensing and Regulatory Affairs
Lansing, Michigan

This is to Certify That

SUN GRS POOL B, INC.

was validly incorporated on December 16, 2013, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



Sent by Facsimile Transmission
05539V

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 16th day of December, 2013.

Alan J. Schafke, Director
Corporations, Securities & Commercial Licensing Bureau