

MO3 000000682

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

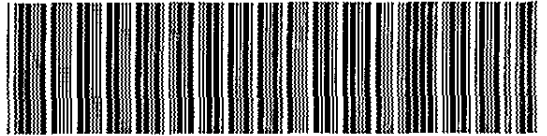
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600012555406

FILED
03 FEB 25 PM 2:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
03 FEB 25 PM 1:08
LATE
RELATIONS
TALLAHASSEE, FLORIDA

MO3-682
OK



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 26, 2003

AMANDA HADDAN
CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: S.E. RESIDENTIAL BRANDYWINE WEST LLC
Ref. Number: W03000005622

We have received your document for S.E. RESIDENTIAL BRANDYWINE WEST LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 303A00012386

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 FEB 26 PM 2:42

FILED

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 FEB 27 AM 9:05

RECEIVED



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 943326 4348715

AUTHORIZATION :

Patricia Hight

COST LIMIT : \$ 125.00

ORDER DATE : February 25, 2003

ORDER TIME : 11:55 AM

ORDER NO. : 943326-005

CUSTOMER NO: 4348715

CUSTOMER: Ms. Linda A. Williams
Wayne Lopkin, Esq.
295 Madison Avenue
38th Floor
New York, NY 10017-6304

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 FEB 26 11 21 AM '03

FILED

FOREIGN FILINGS

NAME: S.E. RESIDENTIAL BRANDYWYNE
WEST LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSPORT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSPORT BUSINESS IN THE STATE OF FLORIDA:

1. S.E. Residential Brandywyne West LLC (Name of foreign limited liability company)

2. Florida Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied For (FEI number, if applicable)

4. February 19, 2003 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon filing (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, P.S.))

7. c/o The Praedium Group LLC, 950 Third Avenue, 18th Floor, New York, NY 10022 (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: Southeast Residential II Associates LLC, 950 Third Avenue, 18th Floor, New York, NY 10022

FILED FEB 25 PM 2:42

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: Direct or indirect

Real Estate Investment

Wayne M. Lopkin

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.)

Wayne M. Lopkin, Authorized Representative

Typed or printed name of signee

**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:

S.E. RESIDENTIAL BRANDYWINE WEST 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)

STATE OF FLORIDA
TALLAHASSEE

03 FEB 25 PM 2:42

FILED

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.

Cynthia L. Harris
(Signature)

Cynthia L. Harris
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)

Delaware

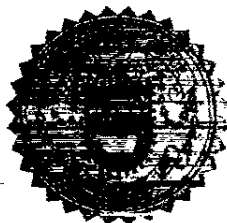
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "S.E. RESIDENTIAL BRANDYWYNE WEST 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 TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "S.E. RESIDENTIAL BRANDYWYNE WEST LLC" WAS FORMED ON THE NINETEENTH DAY OF FEBRUARY, A.D. 2003.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3626867 8300

AUTHENTICATION: 2274686

030122093

DATE: 02-25-03