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SECRETARY OF STATE
FALLAH SENTER, FLORIDA

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FOREIGN LIMITED LIABILITY COMPANY

RSBC DELAWARE, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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DIVISION OF CORPORATIONS

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1-29-04

FAX AUDIT No. HQ4000020962

**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
TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. The name of the foreign limited liability company is RSBC DELAWARE, LLC.
2. The jurisdiction under the law of which the foreign limited liability company is organized is the State of Delaware.
3. The Employer Identification Number of the limited liability company is 83-0376820.
4. The limited liability company was organized on November 19, 2003.
5. The duration of the limited liability company is perpetual.
6. The limited liability company will first transact business in Florida upon qualification.
7. The street address of the principal office of the limited liability company is 450 East Las Olas Blvd., Suite 1500, Ft. Lauderdale, FL 33301.
8. The name and the Florida street address of the registered agent and office are: American Information Services, Inc., One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.
9. The limited liability company is a member-managed company. The name and usual business address of the managing member are Huizenga Holdings, Inc., a Florida corporation, 450 East Las Olas Blvd., Suite 1500, Ft. Lauderdale, FL 33301.
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.
11. The nature of the business or purposes to be conducted or promoted in Florida is to serve as the general partner of a limited liability limited partnership which owns real estate in Florida.

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APPROVED
AND
FILED

Edward L. Ristaino

Edward L. Ristaino, Authorized Representative of the Member

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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 RSBC DELAWARE, LLC.
2. The name and the Florida street address of the registered agent and office are: Americar. Information Services, Inc., One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.

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.

By 
Angelica M. Chiru, Assistant Secretary

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TALLAHASSEE, FLORIDA

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Delaware

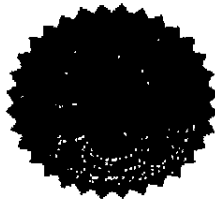
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RSBC DELAWARE, 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-EIGHTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RSBC DELAWARE, LLC" WAS FORMED ON THE NINETEENTH DAY OF NOVEMBER, 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

3729419 8300

AUTHENTICATION: 2894679

040058888

DATE: 01-28-04

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