

08/22/2005 12:33 FAX
Division of Corporations

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Page 1 of 1

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To:
Division of Corporations
Fax Number : (850)205-0383

From:
Account Name : WEISSMAN, NOWACK, CURRY & WILCO, P.C.
Account Number : I20050000088
Phone : (404)926-4500
Fax Number : (404)926-4600

FOREIGN LIMITED LIABILITY COMPANY

ZAHAV CRESCENT MANAGERS, LLC

Certificate of Status	1
Certified Copy	1
Page Count	065
Estimated Charge	\$160.00

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(H05000200730 3)

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ZAHAV. CRESCENT MANAGERS, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

JEFFREY N. PLOWMAN, ESQ.
(Name of Person)

WEISSMAN, NOWACK, CURRY & WILCO, P.C.
(Firm/Company)

ONE ALLIANCE CENTER, 3500 LENOX ROAD, 4TH FL
(Address)

ATLANTA, GA 30326
(City/State and Zip Code)

For further information concerning this matter, please call:

LESLIE HARVEY, PARALEGAL at (404) 926-4643
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Enclosed is a check for the following amount:

(H05000200730 3)

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

(H05000200730 3)

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. ZAHAVI CRESCENT MANAGERS, 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. AUGUST 18, 2005
(Date of Organization)
- 5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. COMPANY HAS NOT TRANSACTED BUSINESS YET AS OF DATE OF REGISTRATION WITH FL
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
- 7. 460 W. 34th Street, 15th Floor New York, NY 10001
(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:

DAVID E. SITT; 914 AVENUE R, BROOKLYN, NY 11223

JAMES SITT; 1826 EAST 9TH STREET, BROOKLYN, NY 11223

ELI M. COHEN; 444 EAST 82ND STREET, NEW YORK, NY 10028

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: REAL ESTATE

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TALLAHASSEE FLORIDA

Jeffrey N. Plowman
Signature of a member or an authorized representative of a (H05000200730 3)
(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.)
JEFFREY N. PLOWMAN, AUTHORIZED REPRESENTATIVE

Typed or printed name of signee

(H05000200730 3)

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:

ZAHAV CRESCENT MANAGERS, LLC

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

CT CORPORATION SYSTEM-

(Name)

1200 SOUTH PINE ISLAND ROAD

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

PLANTATION

FL 33324

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, Florida Statutes.

Mary R. Adams
(Signature)

MARY R. ADAMS
ASSISTANT SECRETARY

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

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(H05000200730 3)

Delaware

(H05000200730 3)

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZAHAV CRESCENT MANAGERS, 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 EIGHTEENTH DAY OF AUGUST, A.D. 2005.

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

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TALLAHASSEE, FLORIDA

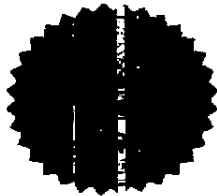
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4100202

DATE: 08-18-05



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