

MD6000004059

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

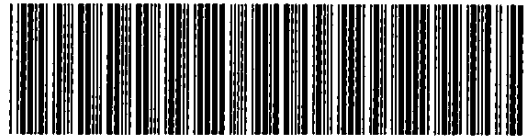
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

WD6-32067

Office Use Only



800077376978

07/17/06--01036--014 **125.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 JUL 21 PM 3:47

Handwritten initials or a signature in black ink, possibly 'DB' or similar.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 19, 2006

KRISTINA STRINGFIELD
3350 RIVERWOOD PARKWAY, SUITE 1600
ATLANTA, GA 30339

SUBJECT: PRIVATE CLUB MANAGEMENT, LLC
Ref. Number: W06000032067

We have received your document for PRIVATE CLUB MANAGEMENT, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Document Specialist

Letter Number: 406A00046170

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 JUL 21 PM 3:47

COHEN POLLOCK MERLIN & SMALL

A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW

WWW.CPMAS.COM

3350 RIVERWOOD PARKWAY
SUITE 1600
ATLANTA, GEORGIA 30339

TELEPHONE: (770) 858-1288
FACSIMILE: (770) 858-1277

July 14, 2006

VIA FEDERAL EXPRESS

Airbill# 7927 9533 1901

Return Airbill# 7904 9854 9995

Florida Secretary of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Private Club Management, LLC
Our File# 19084

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 JUL 21 PM 3:47

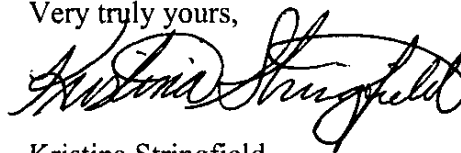
Dear Madam or Sir:

Enclosed please find the following documents prepared in connection with the foreign qualification of Private Club Management, LLC (the "Company") in Florida:

- (1) An original and one (1) copy of the *Application for Foreign Limited Liability Company for authorization to transact business in Florida*;
- (2) An original and one (1) copy of the Certificate of Designation of Registered Agent/Registered office;
- (3) One (1) original Certificate of Existence in Georgia for the Company; and
- (4) Our firm's check in the amount of \$125.00, payable to the Florida Secretary of State, for filing fees.

Please accept this for filing and issue a Certificate of Authority to me on behalf of the Company in the enclosed overnight envelope. If there are any questions, please do not hesitate to call me at 770-857-4772.

Very truly yours,



Kristina Stringfield
Corporate Paralegal

/kds

Enclosures

cc: Mr. Alan Mostow (with enclosures, via email)

cc: Steven A. Fetter, Esq. (with enclosures, via email)

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. Private Club Management, LLC

(Name of Foreign Limited Liability Company)

2. Georgia

(Jurisdiction under the law of which foreign limited liability
company is organized)

3. 20-0724023

(FEI number, if applicable)

4. 12/18/2003

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to
exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 3555 NW 10th Avenue

Oakland Park, FL 33309

(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:

MGRM- Alan Mostow, 3555 NW 10th Ave. Oakland, FL 33309

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: _____

management and operation of private social clubs

Alan Mostow

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.)

Alan Mostow, Member

Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 JUL 21 PM 3:47

**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:

Private Club Management, LLC

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

Alan Mostow

(Name)

3555 NW 10th Avenue

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

Oakland Park, FL 33309

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.

Alan Mostow

(Signature)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 JUL 21 PM 3:48

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

Control No. 0369059

STATE OF GEORGIA

Secretary of State

Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Cathy Cox, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

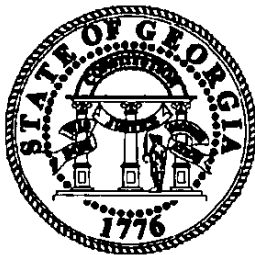
PRIVATE CLUB MANAGEMENT, LLC

Domestic Limited Liability Company

was formed or was authorized to transact business on 12/18/2003 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 7th day of July, 2006

Cathy Cox
Secretary of State

SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 JUL 21 PM 3:48