

M 98000001046

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Whitehall Properties Limited
Liability Company

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****337.50 ****337.50

CM

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File Cert.
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED
88 SEP 18 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
88 SEP 18 AM 10:01
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

CD 9/18/98 11:00

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. Whitehall Properties Limited Liability Company
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. New York State
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 13 - 3862839
(FEI number, if applicable)

4. Nov 25, 1995
(Date of Organization)

5. Nov 15 2020
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Sept 15 1998
(Date first transacted business in Florida. (See sections 608.501, 608.602, and 817.158, F.S.)

7. Whitehall Properties LLC
% Jerome H Katz V.P.
3 New York Plaza
New York NY 10004
(Street address of principal office)

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TALLAHASSEE, FLORIDA

8. List and indicate in the space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members. (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Pan Am Equities Inc</u> <u>3 New York Plaza</u> <u>New York NY 10004</u>	<u>MGR</u>	<u>The Fun Grand Children Trust</u> <u>56 Pan Am Equities, Inc</u> <u>3 New York Plaza</u> <u>New York NY 10004</u>	<u>MGRM</u>
		<u>Pan Am Equities Inc</u> <u>% Pan Am Equities Inc</u> <u>3 New York Plaza</u> <u>New York NY 10004</u>	<u>MGRM</u>

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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Whitehall Property LLC

2. The name and address of the registered agent and office is:

Baron L Bartlett, Esquire
c/o Bartlett & Heekin
(Name)
50 Highway A 1 A. (suite 103)
(P.O. Box or Mail Drop Box NOT acceptable)
Ponte Vedra Beach, FL 32082
(City/State/Zip)

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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.

[Signature]
(Signature)

9/15/98
(Date)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of _____
Whitchell Properties LLC deposits and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100,500 -
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 -. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 100,500 -. This total includes amounts from 2 and 3 above.

Baron L. Bartlett CFO JP.
 Signature of a member or authorized representative of a member.
 (In accordance with section 606.408(3), Florida Statute, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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State of New York } ss:
Department of State

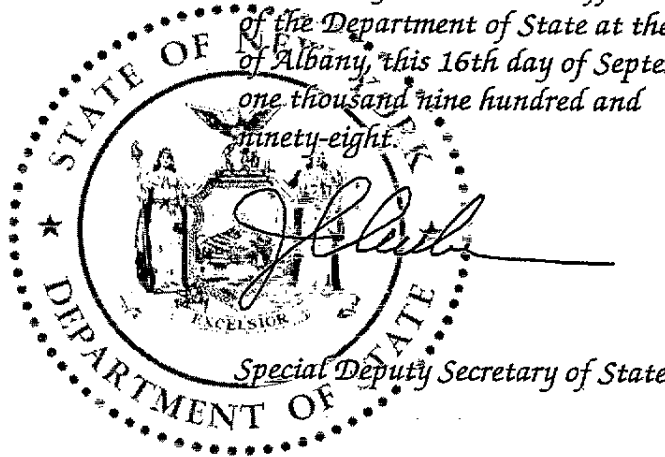
I hereby certify, that WHITEHALL PROPERTIES LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 11/20/1995, and that the limited liability company is subsisting so far as shown by the records of the Department.

A Certificate of Affidavit of Publication of WHITEHALL PROPERTIES LLC was filed on 10/18/1996.

A Certificate of Affidavit of Publication of WHITEHALL PROPERTIES LLC was filed on 10/18/1996.

The limited liability company has filed proofs of publication under section 206 (c) of the Limited Liability Company Law.

Witness my hand and the official seal of the Department of State at the City of Albany, this 16th day of September one thousand nine hundred and ninety-eight.



SECRETARY OF STATE
ALLIANCEE, FLORIDA

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FILED