M02 00000 2213

CORPORATION(S) NAME

[redacted], L.L.C.

2) MSKP Volusia Partners, L.L.C.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 AUG 22 PM 12:19

( ) Profit ( ) Nonprofit	( ) Amendment	( ) Merger
( ) Foreign	( ) Dissolution/Withdrawal ( ) Reinstatement	( ) Mark
( ) Limited Partnership (x) LLC registration	( ) Annual Report ( ) Name Registration ( ) Fictitious Name	( ) Other ( ) Change of RA ( ) UCC
(x) Certified Copy	( ) Photocopies	(x) CUS
( ) Call When Ready (x) Walk In ( ) Mail Out	( ) Call If Problem ( ) Will Wait	( ) After 4:30 (x) Pick Up

Name 8/22/02
Availability _____
Document
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

M02-2213
OK

Order#: 5549251

000007285920--0
-08/22/02--01041--023
Ref#: _____ ****160.00 ****160.00

Amount: $_____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

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. MSKP Volusia Partners, L.L.C.
(Name of foreign limited liability company)

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

3. Applied For
(FEI number, if applicable)

4. August 20, 2002
(Date of Organization)

5. December 31, 2020
(Duration: Year limited liability company will cease to exist or "perpetual")

6. August 20, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 9055 Ibis Blvd.
West Palm Beach, FL 33412
(Street address of principal office)

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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:

See Schedule 1 attached.

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: To acquire, manage, operate, develop and sell, directly or indirectly, one or more parcels of land located in Volusia County, Florida.

See signature page attached.

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.)

Typed or printed name of signee

SCHEDULE 1

Kitson & Partners, L.L.C.
9055 Ibis Blvd.
West Palm Beach, FL 33412

Morgan Stanley Real Estate Fund IV Domestic, L.P.
1585 Broadway, 37th Floor
New York, NY 10036-8293

MSP Real Estate Fund IV, L.P.
1585 Broadway, 37th Floor
New York, NY 10036-8293

Morgan Stanley Real Estate Investors IV Domestic, L.P.
1585 Broadway, 37th Floor
New York, NY 10036-8293

Morgan Stanley Real Estate Fund IV Special Domestic, L.P.
1585 Broadway, 37th Floor
New York, NY 10036-8293

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MSKP VOLUSIA PARTNERS, L.L.C.

Application for Authorization to Transact Business in Florida

Signature Page

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TALLAHASSEE, FLORIDA

MORGAN STANLEY REAL ESTATE FUND IV DOMESTIC, L.P.

By: MSREF IV Domestic-GP, L.L.C., a Delaware limited liability company, its general partner

By: _____
Name: Jeffrey Gonning
Title: Authorized Signatory

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.

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1. The name of the Limited Liability Company is:

MSKP Volusia Partners, L.L.C.

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

CT Corporation System
(Name)

1200 South Pine Island Rd.
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, F.S.

Connie Bryan
(Signature)

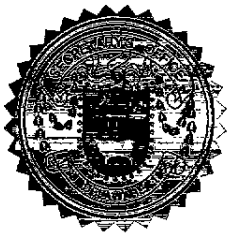
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MSKP VOLUSIA PARTNERS, L.L.C." 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 TWENTIETH DAY OF AUGUST, A.D. 2002.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3560664 8300

020526849

AUTHENTICATION: 1945391

DATE: 08-20-02