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DEPARTMENT OF STATE



ACCOUNT	NO.	: 0721	00000032

REFERENCE: 610274

AUTHORIZATION

COST LIMIT

ORDER DATE: November 20, 2006

ORDER TIME : 1:13 PM

ORDER NO. : 610274-005

CUSTOMER NO: 7165873

FOREIGN FILINGS

NAME: OPUS REAL ESTATE FL VII TO2,

L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER:

Opus Real Estate FL VII TO2, L.L.C. (Name of Foreign Limited Liability Company) Delaware [Duration under the law of which foreign limited liability of (FEI number, if applicable) (Duration: Year limited liability company will cease to exist or "perpetual") (Duate of Organization) (Duate first transacted business in Flonda, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 4200 W. Cypress, Suite 444 Tampa, FL 33607 (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: Joseph J. Rauenhorst, 225 N.E. Mizner Boulevard, Suite 675, Boca Raton, FL 33432 Barry W. Greenfield, 4200 W. Cypress, Suite 444, Tampa, FL 33607 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.)		
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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.

The nam	e and the Florida street address of the	registered agent and office are:		
	Corporation Service Company			
	(Name)			
	1201 Hays Street			
	Florida Street Address (P.O. Box NOT ACCEPTABLE)			
	Tallahassec	FL 32301		
	C	ity/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.

By: (Signature)

\$ 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 "OPUS REAL ESTATE FL VII TO2, 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 NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OPUS REAL ESTATE FL VII TO2, L.L.C." WAS FORMED ON THE FIFTEENTH DAY OF NOVEMBER, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



AUTHENTICATION: 5209785

DATE: 11-20-06

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