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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

07 OCT 18 PM 4:00

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 OCT 18 AM 9:10

FILED

Sunstate Research
Requester's Name

Address

City/State/Zip

656-5454
Phone #

Office Use Only

FILED
07 OCT 18 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Whaloo Properties III, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment LLC
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**APPLICATION BY FOREIGN LIMITED LIABILITY
COMPANY TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

FILED
07 OCT 18 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I - NAME

The name of the limited liability company as it appears on the records of the Florida Department of State is WHALOU PROPERTIES III LLC.

SECTION II - JURISDICTION OF ORGANIZATION

The jurisdiction of organization of the limited liability company is the State of Delaware.

SECTION III - DATE OF AUTHORIZATION

The date that the limited liability company was authorized to do business in the State of Florida is October 5, 2004.

SECTION IV - CHANGE OF NAME

This amendment changes the name of the limited liability company from WHALOU PROPERTIES III LLC to CP 125 WORTH AVENUE LLC, which change of name was effected on October 11, 2007 under the laws of the State of Delaware, which is the jurisdiction of its organization.

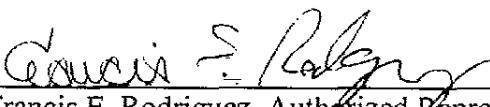
SECTION V - CERTIFICATE OF EXISTENCE

Attached is an original certificate of existence, no more than ninety (90) days old, evidencing the aforementioned amendment, duly authenticated by the official having custody of the records in the jurisdiction under the laws of which this entity is organized.

SECTION VI - ADDITIONAL INFORMATION

The name of the current registered agent of the limited liability company is Valdes-Fauli Corporate Services, Inc. and the street address of its current registered office is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131. The name of the new registered agent of the limited liability company is Corporation Company of Miami and the street address of its new registered office is 250 Australian Avenue South, Suite 500, West Palm Beach, Florida 33401.

Date: October 17, 2007.


Francis E. Rodriguez, Authorized Representative

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company at the address designated above pursuant to the provisions of Section 608.508, Florida Statutes, the undersigned Florida corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: October 17, 2007.

CORPORATION COMPANY OF MIAMI,
a Florida corporation

By: 
Raul J. Salas, Vice President

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WHALOU PROPERTIES III LLC", CHANGING ITS NAME FROM "WHALOU PROPERTIES III LLC" TO "CP 125 WORTH AVENUE LLC", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 2007, AT 7:06 O'CLOCK P.M.



3823702 8100

071109088

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6069054

DATE: 10-12-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:31 PM 10/11/2007
FILED 07:06 PM 10/11/2007
SRV 071109088 - 3823702 FILE

CERTIFICATE OF AMENDMENT

OF

WHALOU PROPERTIES III LLC

1. Name. The name of the limited liability company is WHALOU PROPERTIES III LLC.
2. Amendment. The Certificate of Formation of the limited liability company is hereby amended as follows:

"1. Name. The name of the limited liability company is CP 125 WORTH AVENUE LLC.

2. Registered Agent and Office. The registered office of the limited liability company in the state of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The registered agent of the limited liability company at such address is THE CORPORATION TRUST COMPANY."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of WHALOU PROPERTIES III LLC this 11th day of October, 2007.

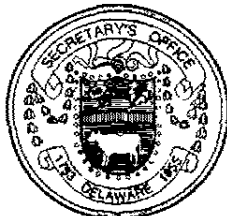

Francis E Rodriguez, Authorized Representative

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WHALOU PROPERTIES III LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CP 125 WORTH AVENUE LLC", THE ELEVENTH DAY OF OCTOBER, A.D. 2007, AT 7:06 O'CLOCK P.M.



3823702 8320

071117658

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6074659

DATE: 10-15-07