

AU4000000 878

AKERMAN SENTERFITT

(Requestor's Name)

106 E. COLLEGE AVE 1200

(Address)

(Address)

TALLAHASSEE, FL 32301

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

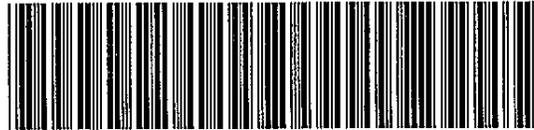
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FILED
04 MAY 27 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

04 MAY 27 PM 2:51
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. The name of the limited partnership as identified in the records of the Florida Department of State:

BAYROCK MERIDIAN LTD

Insert limited partnership's Florida document number: AOYU0000878

or

Attach Certificate of Limited Partnership, Affidavit of Capital Contributions and applicable limited partnership filing fees.

2. The complete name of the entity after filing Statement of Qualification shall be:

BAYROCK MERIDIAN LLLP

(Must include LLLP or L.L.L.P.)

3. The street address of its chief executive office:
(if different from current recorded address):

725 5th Ave, 24 FL
NEW YORK, NY 10022

4. The street address of principal office in Florida:
(if different from above)

1 SE 3rd Ave, 27th FL
MIAMI, FL 33131

5. The limited partnership hereby elects to be a limited liability limited partnership.

6. The effective date of this filing shall be:

as of the date this document is filed with the Florida Secretary of State

or

a date later than the time of filing: _____

7. The name and Florida street address of the partnership's agent for service of process:

RON KRUIS

1 SE 3rd Ave, 27th FL

MIAMI, Florida 33131

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 27 day of MAY, 2004.

Signature of TWO Partners:

Jody Kriss, Bayrock GP LLC as General Partner; Secretary

Jody Kriss, Bayrock Holding LLC as Limited Partner; Secretary

Typed or printed names of partners signing above: _____

Filing Fee: \$25.00
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75