

Division of Corporations

Page 1 of 1

**605000000133**

Florida Department of State  
Division of Corporations  
Public Access System

Stephanie J.  
29903

## Electronic Filing Cover Sheet

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**L. SELLERS**

To:

Division of Corporations  
Fax Number : (850) 617-6383

MAY 29 2008

From:

Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP  
Account Number : 075350000132  
Phone : (305) 374-7580  
Fax Number : (305) 351-2122

**EXAMINER****LP/LLP AMENDMENT/RESTATEMENT/CORRECTION****MBEACH1, LLLP, LTD.**

Certificate of Status	0
Certified Copy	1
Page Count	09
Estimated Charge	\$105.00

RECEIVED

08 MAY 28 PM 12: 53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDASECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 MAY 28 AM 10:45

FILED

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Corporate Filing Menu

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**AMENDMENT TO CERTIFICATE OF AUTHORITY  
FOR  
FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:  
MBeach1, LLLP, Ltd.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 3/15/05

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:  
MBeach1, LLLP

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.*

*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:



The entity elects to be a limited liability limited partnership.



The entity is no longer a limited liability limited partnership.

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

10. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:

Typed or printed name:

See Attached Signature Page

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

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MBEACH1 GP, LLC, a Delaware limited liability company

By: Urban Investments Advisors, LLC, a Delaware limited liability company, its Sole Member

By: Wellspring Investments Management I, LLC, a Delaware limited liability company, its Managing Member

~~By:~~  
Name: Robert S. Wennett  
Title: Managing Member

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TALLAHASSEE, FLORIDA

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MBEACH1, LLLP" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF LIMITED PARTNERSHIP, FILED THE THIRTIETH DAY OF NOVEMBER, A.D. 2004, AT 7:38 O'CLOCK P.M.

STATEMENT OF QUALIFICATION, CHANGING ITS NAME FROM "MBEACH1 LIMITED PARTNERSHIP" TO "MBEACH1, LLLP", FILED THE THIRTIETH DAY OF NOVEMBER, A.D. 2004, AT 7:39 O'CLOCK P.M.

ANNUAL REPORT, FILED THE FIRST DAY OF JUNE, A.D. 2005, AT 11:30 O'CLOCK A.M.

ANNUAL REPORT, FILED THE FIFTEENTH DAY OF JUNE, A.D. 2006, AT 9:21 O'CLOCK A.M.

ANNUAL REPORT, FILED THE EIGHTH DAY OF MAY, A.D. 2007, AT 8 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY LIMITED PARTNERSHIP, "MBEACH1, LLLP".



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080607483

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6616750

DATE: 05-27-08

2008 MAY 28 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FROM CORPORATION TRUST WILM. TEAM #2

(TUE) 11. 30' 04 19:38/ST. 19:12/NO. 4863796972 P. 4

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MBEACH1 LIMITED PARTNERSHIP**

This Certificate of Limited Partnership of MBEACH1 LIMITED PARTNERSHIP is made pursuant to Sections 17-201 and 17-204 of the Delaware Revised Uniform Limited Partnership Act (the "Act") and is hereby filed with the Secretary of State of the State of Delaware pursuant to Section 17-206 of the Act.

1. The name of the Limited Partnership is MBEACH1 LIMITED PARTNERSHIP.
2. The address of the registered office of the limited partnership is 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808, and the name of the limited partnership's registered agent at such address is Corporation Service Company.
3. The name and business address of the sole general partner of the limited partnership are:

MBEACH1 GP, LLC,  
a Delaware limited liability company  
220 Miracle Mile, Suite 238  
Coral Gables, Florida 33134.

IN WITNESS WHEREOF, this Certificate of Limited Partnership of MBEACH1 LIMITED PARTNERSHIP has been duly executed by the sole general partner thereof as of the 30th day of November, 2004.

**SOLE GENERAL PARTNER:**

MBEACH1 GP, LLC, a Delaware  
limited liability company

By:   
Robert S. Wennett,  
Authorized Person

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:37 PM 11/30/2004  
FILED 07:38 PM 11/30/2004  
SRV 040860729 - 3888760 FILE

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FROM CORPORATION TRUST WILM. TEAM #2

(TUE) 11. 30' 04 19:39/ST. 19:12/NO. 4863796972 P. 6

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:37 PM 11/30/2004  
FILED 07:39 PM 11/30/2004  
SRV 040860742 - 3888760 FILE

**STATE OF DELAWARE  
STATEMENT OF QUALIFICATION  
OF  
LIMITED LIABILITY LIMITED PARTNERSHIP**

This Statement of Qualification of MBEACHI LIMITED PARTNERSHIP is made pursuant to Section 17-214 of the Delaware Revised Uniform Limited Partnership Act (the "Act").

1. The name of the limited partnership is MBEACHI LIMITED PARTNERSHIP (the "Partnership"), which, upon the filing of this Statement of Qualification with the Secretary of State of the State of Delaware, shall be MBEACHI, LLLP.

2. The address of the registered office of the Partnership is 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808, and the name of the limited partnership's registered agent at such address is Corporation Service Company.

3. The Partnership has one general partner.

4. The Partnership hereby elects to be a limited liability limited partnership pursuant to Section 17-214 of the Act.

IN WITNESS WHEREOF, this Statement of Qualification has been duly executed by the sole general partner of the Partnership as of the 30<sup>th</sup> day of November, 2004.

SOLE GENERAL PARTNER:

MBEACHI GP, LLC, a Delaware  
limited liability company

By: 

Robert S. Wernett,  
Authorized Person

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:30 AM 06/01/2005  
FILED 11:30 AM 06/01/2005  
SRV 050460010 - 3888760 FILE

**STATE OF DELAWARE  
ANNUAL REPORT FOR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited liability limited partnership is:  
**MBEACH1, LLLP**
2. The number of partners the limited liability limited partnership has is 2
3. The name and address of the registered agent in the State of Delaware is:  
**CORPORATION SERVICE COMPANY  
2711 CENTERVILLE ROAD  
SUITE 400  
WILMINGTON DE 19808**

IN WITNESS WHEREOF, the undersigned has caused this annual report to be  
executed this 24 day of May, A.D. 2005

MBEACH1, LLLP a Delaware limited liability  
limited partnership, authorized to transact business in  
Florida as MBEACH1, LLLP, Ltd. By: MBEACH1  
GP, LLC, its General Partner, By: Urban Investments  
Advisors, LLC, its Sole Member, By: Wellspring  
Investments Management I, LLC, its Managing  
Member

By: 

General Partner(s)

Authorized Signatory

Name: Robert S. Wenne

Printed or Typed

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:21 AM 06/15/2006  
FILED 09:21 AM 06/15/2006  
SRV 060581565 - 3888760 FILE

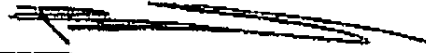
**STATE OF DELAWARE  
ANNUAL REPORT FOR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited liability limited partnership is:  
**MBEACH1, LLLP**
2. The number of partners the limited liability limited partnership has is 2.
3. The name and address of the registered agent in the State of Delaware is:

**CORPORATION SERVICE COMPANY  
2711 CENTERVILLE ROAD  
SUITE 400  
WILMINGTON DE 19808**

IN WITNESS WHEREOF, the undersigned has caused this annual report to be  
executed this 18 day of April, A.D. 2006

MBEACH1, LLLP a Delaware limited liability  
limited partnership, authorized to transact business  
in Florida as MBEACH1, LLLP, Ltd By:  
MBEACH1 GP, LLC, its General Partner, By:  
Urban Investments Advisors, LLC, its Sole  
Member, By: Wellspring Investments Management  
I, LLC, its Managing Member

By:   
Managing Member

Name: Robert Wennett  
Printed or Typed

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:00 AM 05/08/2007  
FILED 08:00 AM 05/08/2007  
SRV 070534782 - 3888760 FILE

**STATE OF DELAWARE  
ANNUAL REPORT FOR  
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited liability limited partnership is:  
**MBEACH1, LLLP**
2. The number of partners the limited liability limited partnership has is 2
3. The name and address of the registered agent in the State of Delaware is:

**CORPORATION SERVICE COMPANY  
2711 CENTERVILLE ROAD  
SUITE 400  
WILMINGTON DE 19808**

IN WITNESS WHEREOF, the undersigned has caused this annual report to be  
executed this 30 day of April, A.D. 2007

MBEACH1, LLLP a Delaware limited liability  
limited partnership, authorized to transact business  
in Florida as MBEACH1, LLLP, Ltd. By:  
MBEACH1 GP, LLC, its General Partner, By:  
Urban Investments Advisors, LLC, its Sole  
Member, By: Wellspring Investments Management  
I, LLC, its Managing Member

By:   
General Partner(s)

Name: Robert Wennett  
Printed or Typed

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