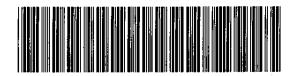
# B0900000027

(Requestor's Name)	
(Address)	
(Addiess)	
(Address)	
(City/State/Zip/Phone #)	
./	
PICK-UP WAIT MAIL	-
(Business Entity Name)	
(Danish Musel et al.	
(Document Number)	
Certified Copies Certificates of Status	
, <del></del>	
Special Instructions to Filing Officer:	

Office Use Only



300144564763

03/05/09--01013--006 \*\*1000.00

RECEIVED

09 MAR -5 AM ID: 36

SERVICION STATE
DIVISION AND SERVICES
TALL AND SERVIC

09 HAR - 5 PH 2: 57
SECRETAINT OF STATE FAIL AHASSEE FLORIDA

#### COVER LETTER

TO: Registration Section Division of Corporations				
SUBJECT: LEM Funding XXXV, L.P.				
(Name of Foreign Limited Partnershi	p or Limited Liability Limited Partnership)			
	tus and fees are submitted to register a foreign ted partnership to transact business in Florida. g this matter to:			
Andrea Gore, Paralegal				
(Contact Person)				
Klehr Harrison				
(Firm/Company)	-			
260 S. Broad St.				
(Address)	****			
Philadelphia, PA 19102				
(City, State and Zip Code)	<del></del>			
For further information concerning this ma	tter, please call:			
Andrea Gore	at ( 215 ) 400-2841			
(Name of Contact Person)	(Area Code and Daytime Telephone Number)			
Enclosed is a check for the following amou	int:			
\$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)  \$1,008.75 Filing Fees and Certificate of Status	\$1,052.50 Filing Fees and Certified Copy Certified Copy, and Certificate of Status			
STREET ADDRESS:	MAILING ADDRESS:			
Registration Section	Registration Section			
Division of Corporations	Division of Corporations			
Clifton Building 2661 Executive Center Circle	P. O. Box 6327			
Tallahassee, FL 32301	Tallahassee, FL 32314			

09 MAR -5 PH 2: 57

### APPLICATION BY FOREIGN LIMITED PARTNERSHIP OF LIAHASSEE FLORIDA TO TRANSACT BUSINES IN FLORIDA

1. LEM FUNDING XXXV, L.P.		
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)  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.		
(If name unavailable, name under which the limited partnership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.)		
2. DE 3. 01/03/2006		
(State or Country of Formation) (Date of Formation)		
4.W. Bradley Munroe, Esquire		
(Name of Registered Agent for Service of Process)		
5,239 E. Virginia Street		
(Florida street address for Registered Agent)		
Tallahassee, FL 32301		
6. 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 relative to the proper and complete performance of my duties, and I am familiar with an accept the obligations of my position as registered agent.		
Signature of Registered Agent		
Signature of Registered Agent		
7. 2929 Arch Street, 28th Floor		
(Principal office address)		
Philadelphia, PA 19104		
8. If limited partnership is a limited liability limited partnership, check box		

Page 1 of 3

9	(Mailing address)	
10. Name, principal office address, ar	nd mailing address of each general partner:	
LEM Funding, LLC	2929 Arch Street, 28th Floor	
(Name) M 09 - 899	Philadelphia, PA 19104	
	2929 Arch Street, 28th Floor	
	Philadelphia, PA 19104	
(Name)	(Street Address)	
	(Mailing Address)	,
(Name)	(Street Address)	
	(Mailing Address)	
(Name)	(Street Address)	09
	(Mailing Address)	09 HAR -5
	Page 2 of 3	PH 2:57

(Name)	(Street Address)
	(Mailing Address)
(Name)	(Street Address)
	(Mailing Address)
	•
11. Effective date, if other than the date of filing:	•
(Effective date cannot be prior to nor more t filed by the Florida Department of State.)	han 90 days after the date this document is
12. Attached is a certificate of existence duly to the delivery of this application to the Flori State or other official having custody of the claw of which it is organized.	ida Department of State, by the Secretary of
Signed this day ofMare	ch ,20 09
Signature of a general partner:	SS J
PLEASE SEE ATTACHED SIGNATURE	PAGE 12:57
Filing Fees: \$1,000. Certified Copy (optional): \$52.50 Certificate of Status (optional): \$8.75	.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

LEM Funding, LLC, a Delaware limited liability company, the general partner of LEM Funding XXXV, L.P.

By: LEM Real Estate Mezzanine Fund, L.P., a Delaware limited partnership, its sole member

By: LEM Partners, L.P.,

a Delaware limited partnership,

its general partner

By: LEM Partners, LLQ,

a Delaware limited liability company,

its general partner.

By:

Name: Jay J. Lisner Title: Manager

9 HAR -5 PH 2: 57

## Delaware

PAGE

#### The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "LEM FUNDING XXXV, L.P." 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 THIRD DAY OF MARCH, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4088391 8300

090233272

You may verify this certificate online at corp. delaware. gov/authver. shtml

Jeffrey W. Bullock, Secretary of State

UTHENTICATION: 7164805

DATE: 03-03-09