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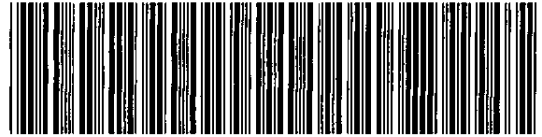
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

SEP 03 2009

EXAMINER

ZETLIN & DE CHIARA

COUNSELORS AT LAW

ZETLIN & DE CHIARA LLP

801 Second Avenue

New York, NY 10017

212.682.6800 Phone

212.682.6861 Facsimile

www.zdlaw.com

September 1, 2009

Via Federal Express

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Handel Architects, LLP – Application By Limited Liability Partnership

To Whom It May Concern:

Enclosed for your approval please find an application for registration by a limited liability partnership which we are submitting on behalf of our client Handel Architects, LLP in connection with its application to do business in Florida as a foreign limited liability partnership. Also enclosed are the following: (1) a check in the amount of \$1,052.50 payable to the Florida Secretary of State and (2) a Certificate of Good Standing certified by the New York State Department of State.

Please contact me if you require any additional information.

Sincerely,



Jeff Yick

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Handel Architects, LLP
(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida. Please return all correspondence concerning this matter to:

Jeff Yick, Esq.

(Contact Person)

Zetlin & De Chiara LLP

(Firm/Company)

801 Second Avenue

(Address)

New York, NY 10017

(City, State and Zip Code)

For further information concerning this matter, please call:

Jeff Yick, Esq.

(Name of Contact Person)

at (212) 682-6800

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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 ☐ \$1,061.25 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA

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TALLAHASSEE, FLORIDA

1. Handel Architects, LLP

(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.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. New York 3. January 2, 2004
(State or Country of Formation) (Date of Formation)

4. Corporation Service Company
(Name of Registered Agent for Service of Process)

5. 1201 Hays Street
(Florida street address for Registered Agent)

Tallahassee, Florida 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 and accept the obligations of my position as registered agent.

Michele Polsky
Signature of Registered Agent

Michele Polsky
Assistant VP

7. 150 Varick Street
(Principal office address)

New York, New York 10013-1218

8. If limited partnership is a limited liability limited partnership, check box ☒

9. 150 Varick Street

(Mailing address)

New York, New York 10013-1218

10. Name, principal office address, and mailing address of each general partner:

Gary Handel

(Name)

150 Varick Street

(Street Address)

New York, New York 10013-1218

(Mailing Address)

Blake Middleton

(Name)

150 Varick Street

(Street Address)

New York, New York 10013-1218

(Mailing Address)

Frank Fusaro

(Name)

150 Varick Street

(Street Address)

New York, New York 10013-1218

(Mailing Address)

Michael Arad

(Name)

150 Varick Street

(Street Address)

New York, New York 10013-1218

(Mailing Address)

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TALLAHASSEE, FLORIDA

Glenn Rescalvo
(Name)

735 Market Street, 2nd Floor
(Street Address)
San Francisco, CA 94103

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

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TALLAHASSEE, FLORIDA

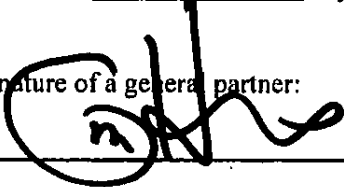
11. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 29th day of July, 20 09.

Signature of a general partner:



Filing Fees:

Certified Copy (optional):

Certificate of Status (optional):

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

\$52.50

\$8.75

State of New York
Department of State } ss:

I hereby certify, that HANDEL ARCHITECTS LLP a NEW YORK Registered Limited Liability Partnership filed a Notice of Registration pursuant to Partnership Law on 01/02/2004.

An Affidavit of Publication of HANDEL ARCHITECTS LLP was filed on 04/07/2004.

An Affidavit of Publication of HANDEL ARCHITECTS LLP was filed on 04/07/2004.

The Registered Limited Liability Partnership has filed Affidavits of Publication under the Partnership Law.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 31st day of August
two thousand and nine.*

Daniel Shapiro
First Deputy Secretary of State

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TALLAHASSEE, FLORIDA