

Division of Corporation

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F010000002674**Florida Department of State**

Division of Corporations

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Division of Corporations

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From:

Account Name : FIELDSTONE LESTER SHEAR & DENBERG

Account Number : I19990000180

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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION**Residences at Ocean Grande, Inc.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 14, 2001

FIELDSTONE LESTER SHEAR & DENBERG

SUBJECT: RESIDENCES AT OCEAN GRANDE, INC.
REF: W01000005852

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

FAX Aud. #: H01000026883
Letter Number: 801A00015701



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 15, 2001

FIELDSTONE LESTER SHEAR & DENBERG

SUBJECT: RESIDENCES AT OCEAN GRANDE, INC.
REF: W01000011035

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

FAX And. #: H01000026883
Letter Number: 201A00029526

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Residences at Ocean Grande, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 65-1078796
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 14, 2001 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 18101 Collins Avenue, Sunny Isles Beach, FL 33160
(Principal office address)
- 18101 Collins Avenue, Sunny Isles Beach, FL 33160
(Current mailing address)
8. All lawful purposes
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: Ronald R. Fieldstone
- Office Address: 201 Alhambra Circle, Suite 601
Coral Gables, Florida 33134
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.


(Registered agent's signature)

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

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

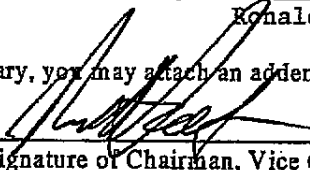
Address: _____

Director
Vice Chairman: Michael DezerAddress: 18101 Collins AvenueSunny Isles Beach, FL 33160Director: Gil DezerAddress: 18101 Collins AvenueSunny Isles Beach, FL 33160Director: Neomi DezertsovAddress: 18101 Collins AvenueSunny Isles Beach, FL 33160FILED
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B. OFFICERS

President: Gil DezerAddress: 18101 Collins AvenueSunny Isles Beach, FL 33160Vice President: Michael DezerAddress: 18101 Collins AvenueSunny Isles Beach, FL 33160Secretary: Neomi DezertsovAddress: 18101 Collins Avenue, Sunny Isles Beach, FL 33160Treasurer: Neomi DezertsovAddress: 18101 Collins Avenue, Sunny Isles Beach, FL 33160Asst. Sec. Ronald R. Fieldstone, 201 Alhambra Circle, Suite 601
Coral Gables, FL 33134

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Ronald R. Fieldstone, Asst. Sec.(Typed or printed name and capacity of person signing application)
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State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RESIDENCES AT OCEAN GRANDE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RESIDENCES AT OCEAN GRANDE, INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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010234286

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1135871

DATE: 05-16-01