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Division of Corporations
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Vivian Rivero
#21157

From:

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

FOREIGN PROFIT QUALIFICATION

LENNAR ROLLING RIDGE, INC.

Certificate of Status	1
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TALLAHASSEE, FLORIDA

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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. LENNAR ROLLING RIDGE, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. CALIFORNIA

(State or country under the law of which it is incorporated)

3. 65-0645165

(FEI number, if applicable)

4. November 17, 1995

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. October 14, 2004

(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. c/o LNR Property Corporation, 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33139

(Principal office address)

c/o LNR Property Corporation, 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33139

(Current mailing address)

8. ownership of real property interests

(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: Shelly Rubin

Office Address: 1601 Washington Avenue, Suite 800

Miami Beach, Florida 33139
(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.

Shelly Rubin

//s// Shelly Rubin

(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.

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

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A. DIRECTORS

Chairman: Stuart A. Miller

Address: 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33193

Vice Chairman: _____

Address: _____

Director: Steven J. Salontz

Address: 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33193

Director: Jeffrey P. Krasnoff

Address: 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33193

B. OFFICERS

President: Jeffrey P. Krasnoff

Address: 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33193

Vice President: Mark T. Briggs

Address: 101 Marietta Street, Suite 3600, Atlanta, GA 30303

Secretary: Zena M. Dickstein

Address: 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33193

Treasurer: Michael J. Sherman

Address: 1601 Washington Avenue, Suite 800, Miami Beach, Florida 33193

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

13. //s// Curtis J. Stephenson

(Signature of Director or Officer listed in number 12 of the application)

14. Curtis J. Stephenson, Vice President

(Typed or printed name and capacity of person signing application)

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**APPLICATION FOR BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
OF
LENNAR ROLLING RIDGE, INC.**

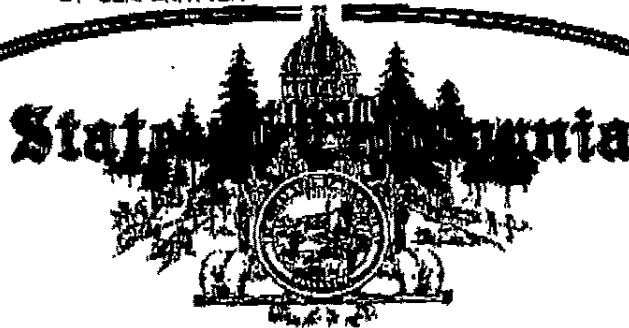
12. Names and business addresses of officers and/or directors:

B. Officers

Steven N. Bjerke- Assistant Secretary	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Steven N. Bjerke - Controller	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Susan K. Chapman - Assistant Secretary	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Paula J. Cook - Assistant Controller	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Zena M. Dickstein - Vice President	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Jeffrey P. Krasnoff - Chief Executive Officer	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Arthur Lieberman - Assistant Controller	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Christopher James Martin - Assistant Secretary	4350 Von Karman Ave., Suite 200 Newport Beach, CA 92660
Stuart Alan Miller - Chairman of the Board	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Tammy L. Roberts - Assistant Secretary	101 Marietta Street, Suite 3600 Atlanta, GA 30303
Shelly Rubin - Vice President - Finance	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Ronald Eric Schrager - Vice President	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
Ronald Eric Schrager - Chief Operating Officer	1601 Washington Ave., Suite 800 Miami Beach, FL 33139
David O'Brian Team - Vice President	4350 Von Karman Ave., Suite 200 Newport Beach, CA 92660
Curtis J. Stephenson - Vice President	1601 Washington Ave., Suite 800 Miami Beach, FL 33139

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SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 20th day of November, 1986, LENNAR ROLLING RIDGE, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 18, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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