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CORPORATION SVC CO

NO. 813

P. 1/4

F04000006619

Florida Department of State
Division of Corporations
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From:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

SC (WESTLAND PROMENADE) INC.

Certificate of Status	0
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CORPORATION SVC CO
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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. SC (Westland Promenade) Inc
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

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

2. Delaware 3. 20-1356368
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 12, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. One North Clematis Street, Suite 305, West Palm Beach, FL 33401
(Principal office address)

One North Clematis Street, Suite 305, West Palm Beach, FL 33401
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) under the General Corporation Law of Delaware.

9. Name and street address of Florida registered agent (P.O. Box NOT acceptable)

Name: David J. Wiener, Esq.

Office Address: One North Clematis Street, Suite 305
West Palm Beach, Florida 33401
(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.

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

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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: David Kosoy; John W.S. Preston; Robert S. Green; Brian Kosoy

Address: One North Clematis Street, Suite 305, West Palm Beach, FL 33401

B. OFFICERS

President: Brian Kosoy

Address: One North Clematis Street, Suite 305, West Palm Beach, FL 33401

Vice President: Tom Hamilton; Vince Costello; Gregory Moross

Address: One North Clematis Street, Suite 305, West Palm Beach, FL 33401

Secretary: Vince Costello

Address: One North Clematis Street, Suite 305, West Palm Beach, FL 33401

Treasurer: Vince Costello

Address: One North Clematis Street, Suite 305, West Palm Beach, FL 33401

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

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

14. Brian Kosoy, Director and President
(Typed or printed name and capacity of person signing application)

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SC (WESTLAND PROMENADE) 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 NINETEENTH DAY OF NOVEMBER, A.D. 2004.

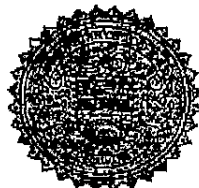
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SC (WESTLAND PROMENADE) INC." WAS INCORPORATED ON THE TWELFTH DAY OF JULY, A.D. 2004.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3489106

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DATE: 11-19-04

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