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FOREIGN PROFIT QUALIFICATION

LENNAR LAND PARTNERS SUB II, INC.

Certificate of Status	1
Certified Copy	1
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Fax Audit No. H99-15626

**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 LAND PARTNERS SUB II, 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. Nevada

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

3. Applied for

(FEI number, if applicable)

4. June 21, 1999

(Date of incorporation)

5. Perpetual

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

6. As of the date of filing of this Application with the Secretary of State of Florida.

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 700 N.W. 107th Avenue, Miami, FL 33172

(Current mailing address)

8. Ownership of indirect 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: David B. McCainOffice Address: 700 N.W. 107th AvenueMiami, Florida, 33172

(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)

David B. McCain, Attorney at Law

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.

This instrument prepared by:

Lissette Benitez, Esquire

Florida Bar No. 0987794

BILZIN SUMBERG DUNN PRICE & AXELROD LLP

2500 First Union Financial Center

Miami, Florida 33131

Telephone: 305-374-7580

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Please see attached Schedule I

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Please see attached Schedule I.

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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.

David B. McCain, Secretary

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

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SCHEDULE I
TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12.

A. Directors:

Director: Bruce Gross
700 N.W. 107th Avenue
Miami, Florida 33172

Director: Mark Sevory
8190 State Road 84
Davie, Florida 33172

Director: Shelly Rubin
760 N.W. 107th Avenue, Suite 300
Miami, Florida 33172

Director: Jeffrey P. Krassnoff
760 N.W. 107th Avenue, Suite 300
Miami, Florida 33172

B. Officers:

President: Bruce Gross
700 N.W. 107th Avenue
Miami, Florida 33172

Vice President: Mark Shevory
8190 State Road 84
Davie, Florida 33172

Vice President: Shelly Rubin
760 N.W. 107th Avenue, Suite 300
Miami, Florida 33172

Vice President: Jeffrey P. Krassnoff
760 N.W. 107th Avenue, Suite 300
Miami, Florida 33172

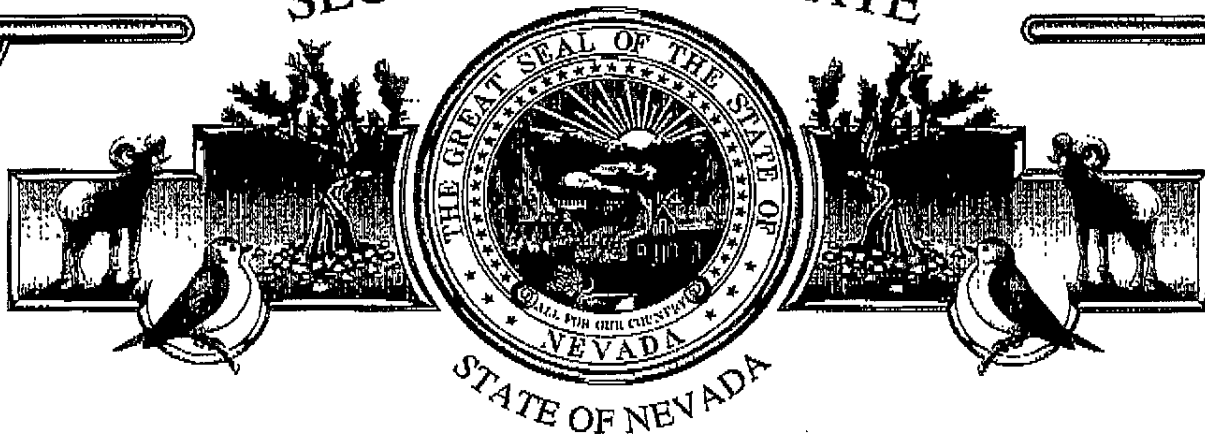
Secretary: David B. McCain
700 N.W. 107th Avenue
Miami, Florida 33172

Treasurer: Waynewright Malcom
700 N.W. 107th Avenue
Miami, Florida 33172

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SECRETARY OF STATE

CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **LENNAR LAND PARTNERS SUB II, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 21, 1999, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 21, 1999.



Dean Heller

Secretary of State

By

Marianne Jockey

Certification Clerk