

Jul-09-09

12:00

From-Turnberry Assoc.

3055335508

3055335508

3055335508

LD9000043130

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000153841 3)))



H090001538413ABC+

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

L. SELLERS

To:
Division of Corporations
Fax Number : (850) 617-6380

JUL 10 2009

From:
Account Name : TURNBERRY ASSOCIATES
Account Number : 120080000046
Phone : (305) 933-5527
Fax Number : (305) 933-5508

EXAMINER

RECEIVED

2009 JUL -9 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR AMND/RESTATE/CORRECT OR O/D RESIGN

TURNBERRY ASSET MANAGMENT, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 JUL -9 AM 10:23

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

**ACTION BY WRITTEN CONSENT OF
THE SOLE MEMBER OF
TURNBERRY ASSET MANAGEMENT, LLC**

The following action is taken and transacted pursuant to the written consent of Turnberry Retail Holding, L.P. (the "Member"), being the sole Member of TURNBERRY ASSET MANAGEMENT, LLC (the "Company"), effective as of May 4, 2009.

RESOLVED, that, the Member hereby appoints and designates the following individuals to the office set opposite their names (each such individual being an "Officer", and collectively, the "Officers"), to serve until the later of the end of the next fiscal year or until such Officer's successor is duly appointed:

President/COO
Senior Vice President/CFO
Vice President of Development

Philip Goldfarb
Robert Vollrath
Jeffrey S. Moallem

FURTHER RESOLVED, that the Officers of the Company are authorized to establish such bank accounts as are deemed necessary or appropriate, in the name of the Company;

FURTHER RESOLVED, that the Officers of the Company, or any one of them, are hereby authorized and directed, from time to time, in the name and on behalf of the Company, to make, execute and deliver such agreements and other instruments or documents as may be necessary, proper or desirable in order to carry on the day-to-day operations of the Company, provided that none of the Officers are authorized to consent to any transfer, sale, merger, consolidation, financing or pledging of any of the assets of the Company without the written consent of the Member.

The undersigned Member hereby consents to and adopts the foregoing resolution effective as of the day and year first above written.

TURNBERRY RETAIL HOLDING, L.P.
a Delaware limited partnership, its Manager (and Sole Member)

By: Turnberry Retail Subsidiary GP, LLC,
a Delaware limited liability company, its General Partner

By: Turnberry Retail Developers, L.P.,
a Delaware limited partnership, its Managing Member

By: Turnberry Retail GP, LLC,
a Delaware limited liability company, its General Partner

By: 
Jacquelyn Soffer, Managing Member

RECEIVED
SECRETARY OF STATE
TALLAHASSEE FLORIDA
09 JUL -9 AM 10:23

FILED

H090001538413