

L19000070347

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900326648169

900326648169
03/20/19--01002--008 **185.00

19 MAR 19 PM 4:49

FILED
19 MAR 19 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T SCHROEDER



Filing Cover Sheet

To: Florida Division of Corporations

From: Kim Tadlock C/O Capitol Services, Inc.

Date: 3/19/2019

Trans#: 1039429

Entity Name: ~~CREF CARPATHIAN REAL ESTATE FUND LIMITED~~ }
DOMESTICATING INTO: CREF-LLC }

Articles Incorporation ()

Articles of Dissolution ()

Conversion ()

Foreign Qualification ()

Limited Partnership ()

Reinstatement ()

Other (XX - ARTICLES OF DOMESTICATION) }
7

Articles of Amendment ()

Annual Report ()

Fictitious Name ()

Limited Liability ()

Merger ()

Withdrawal / Cancellation ()

STATE FEES PREPAID WITH CHECK#1460 FOR \$185.00 }

PLEASE RETURN:

Certified Copy (XX)

Plain Photocopy ()

Good Standing (XX)

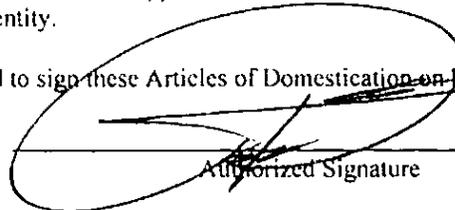
Certificate of Fact ()

ARTICLES OF DOMESTICATION

In accordance with 605.1055, Florida Statutes, the Articles of Domestication are submitted for filing:

- 1. The date on which the entity was first formed was: JUNE 14, 2005
- 2. The name of the entity immediately prior to the filing of the Articles of Domestication was:
CREF CARPATHIAN REAL ESTATE FUND LIMITED
- 3. Attached are Florida Articles of Organization to complete the domestication requirements pursuant to s. 605.0201.
- 4. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the entity or any other equivalent jurisdiction under applicable law, immediately before the filing of the Articles of Domestication was: REPUBLIC OF CYPRUS
- 5. The domestication has been approved in accordance with the laws of the jurisdiction of formation of the domesticating entity.

I am authorized to sign these Articles of Domestication on behalf of the entity.



 Authorized Signature

- 6. Attached is a certificate of status or equivalent document, if any, from the domesticating jurisdiction of formation, pursuant to s. 605.1055 (3), Florida Statutes.

CR2E143 (3/17)

FILED
 19 MAR 19 AM 9:37
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AKG

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

CREF LLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

888 Biscayne Blvd.

Suite 301

Miami, FL 33132

Mailing Address:

888 Biscayne Blvd.

Suite 301

Miami, FL 33132

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Randall Freed

Name

888 Biscayne Blvd., Suite 301

Florida street address (P.O. Box **NOT** acceptable)

Miami FL 33132
City Zip

FILED
19 MAR 19 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.

Randall Freed

Registered Agent's Signature (REQUIRED)

(CONTINUED)

RLS

ARTICLE IV-

The name and address of each person authorized to manage and control the Limited Liability Company:

Title:

"AMBR" = Authorized Member

"MGR" = Manager

MGR

Name and Address:

IAN KAPLAN

305 N. Hibiscus Drive

Miami Beach, FL 33139

MGR

MORTON KAPLAN

720 NE 69th Street, PH N/S

Miami, FL 33138

MGR

HOWARD KAPLAN

20023 NE 19th Place

North Miami Beach, FL 33179

AMBR

TERRA KAPITAL PARTNERS LP

888 Biscayne Blvd., Suite 301

Miami, FL 33132

19 MAR 19 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL.)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 calendar days after the date of filing.)

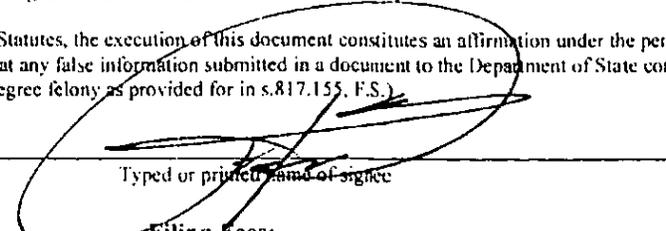
ARTICLE VI: Other provisions, if any.

REQUIRED SIGNATURE: _____

Signature of a member or an authorized representative

(In accordance with section 605.0205 (3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

IAN KAPLAN



Typed or printed name of signee

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

AKG

ΚΥΠΡΙΑΚΗ
REPUBLIC



ΔΗΜΟΚΡΑΤΙΑ
OF CYPRUS

HE 161919

MINISTRY OF ENERGY, COMMERCE AND INDUSTRY
DEPARTMENT OF REGISTRAR OF
COMPANIES AND OFFICIAL RECEIVER
NICOSIA

3 January, 2019

CERTIFICATE

CREF CARPATHIAN REAL ESTATE FUND LIMITED

It is hereby certified that, in accordance with the records kept by this Department, the above Company was registered on the 14 June, 2005 and is still on our Registry.

A handwritten signature in black ink, appearing to be 'Irene Athanasiadou', written over a circular stamp or seal.

IRENE ATHANASIADOU

for Registrar of Companies