

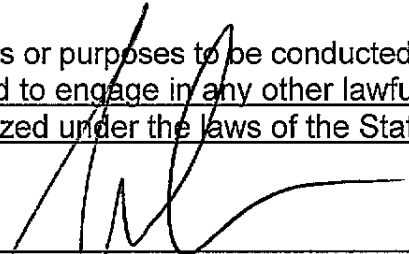
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA

1. GHG NEWPORT LANDING LLC
(Name of limited liability company)
2. MASSACHUSETTS
(Jurisdiction under the law of which foreign llc is organized)
3. APPLIED FOR
(FEI number, if applicable)
4. January 4, 2000
(Date of Organization)
5. December 31, 2050
(Duration)
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155))
7. C/O GATEHOUSE GROUP, INC., 313 CONGRESS STREET, BOSTON, MA 02210
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:
SEE ADDENDUM NO. 1 ATTACHED HERETO

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: To engage in the real estate business and to engage in any other lawful act or activity for which a limited liability company may be organized under the laws of the State of Florida.



Signature of a member or an authorized representative of a member.
(In accordance with Section 608.408(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

MARC S. PLONSKIER, MANAGER

Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REPRESENTATIVE OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is:

GHG NEWPORT LANDING LLC

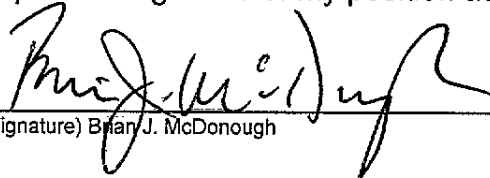
2. The name and address of the registered agent and office is:

Name: BRIAN J. MCDONOUGH

Office Address: 150 WEST FLAGLER STREET, SUITE 2200

MIAMI, FL 33130

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.


(Signature) Brian J. McDonough

1/10/2000
(Date)

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ADDENDUM NO. 1

Name: David J. Canepari
Title: Manager
Address: c/o The Gatehouse Group, 313 Congress Street, Boston, MA 02210

Name: Marc S. Plonskier
Title: Manager
Address: c/o The Gatehouse Group, 313 Congress Street, Boston, MA 02210

APPROVED
FOR
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The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

January 6, 2000

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

GHG NEWPORT LANDING LLC

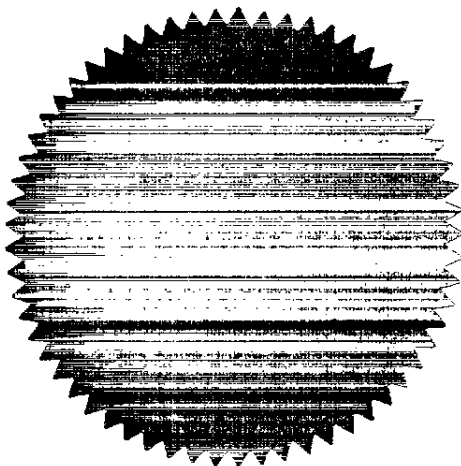
in accordance with the provisions of Massachusetts General Laws, Chapter 156C
on **January 4, 2000.**

I also certify said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence and is in good standing with this office.

I certify that the name of all managers listed in the most recent filing are:**DAVID J. CANEPARI, MARC S. PLONSKIER**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filings are:**NONE**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **DAVID J. CANEPARI, MARK S. PLONSKIER**



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

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SECRETARY OF THE COMMONWEALTH