

ACCOUNTING COVER SHEET
1100000000506

ACCOUNT NUMBER: FCR000000005

REFERENCE: 4020270-4
(Sub Account)

DATE: 3-15

REQUESTOR NAME: LEXIS

ADDRESS: _____

700003171237--8

TELEPHONE: (____) (____ - _____) ext (____)

CONTACT NAME: _____

CORPORATION NAME: Grand CRU Partners LLC

DOCUMENT NUMBER: _____
(if applicable)

AUTHORIZATION: C. Woodyard

- CERTIFIED COPY (1-9)
- CERTIFICATE OF STATUS (1-9)
- PLAIN STAMPED COPY

- Call When Ready
- Walk In
- Mail Out
- Call if Problem
- Will Wait

FILED RECEIVED
MAR 15 PM 4:58
MAR 15 PM 12:36
SECRETARY OF STATE
TALLAHASSEE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

@1100-506
Name W 376
Availability

3/15: Original Certificate will be sent to me overnight for 3-16-00 delivery.

Document	_____
Number	_____
Date	_____
Signature	<u>W</u>
Acknowledgment	<u>W</u>
W. P. Vermyer	<u>W</u>



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 15, 2000

LEXIS

SUBJECT: GRAND CRU PARTNERS LLC
Ref. Number: W00000006924

FILED
00 MAR 15 PM 4: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GRAND CRU PARTNERS LLC and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 700A00014398

*Tammi,
Per our conversation,
please date this filing 3-15-00.
The original DE certificate is attached.
Thank you!
Cindy*

RECEIVED
00 MAR 16 PM 12: 11
DEPARTMENT 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. GRAND CRU PARTNERS LLC
(Name of foreign limited liability company)

2. Delaware 3. 13-3910215
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 28, 1997 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 420 Lexington Avenue, Suite 2702
New York, New York 10170
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows

Mark Chertok

420 Lexington Avenue, Suite 2702

New York, New York 10170

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: Real Estate Investments

Anne Liu
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.)

Anne Liu, Authorized Signatory
Typed or printed name of signee

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00 MAR 15 PM 4: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED 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:

GRAND CRU PARTNERS LLC

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

LEXIS Document Services Inc.

(Name)

3953 WW Kelly Road

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

Tallahassee,

FL 32311

City/State/Zip

FILED
NO MAR 15 PM 4: 58
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 608, F.S..

C. Woodyard, agent
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)



LEXIS Document Services

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FAX TRANSMISSION

DATE: March 15, 2000 PAGES:2
 TO: Cynthia Woodyard Fax Number:850-656-7944
 FROM: Cammie Gampp
 Lexis Document Services Inc.
 RE: GRAND CRU PARTNERS LLC

FILED
 00 MAR 15 PM 4: 58
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Following is a copy of the document(s) you requested for the above referenced company. The original will be sent to you tonight via UPS.

If you have any questions about this order, please call the number below.

Thank you!

Cammie

30 Old Rudnick Lane, Suite 100
Dover, DE 19901

800-634-9738

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRAND CRU PARTNERS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GRAND CRU PARTNERS LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State 0316034

2813386 8300

001130164

AUTHENTICATION: 03-15-00

DATE: