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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 765943 4303929

AUTHORIZATION :

Patricia Pizote

MJH

COST LIMIT : \$ 155.00

ORDER DATE : July 17, 2000

ORDER TIME : 10:35 AM

ORDER NO. : 765943-010

500003329385--8

CUSTOMER NO: 4303929

CUSTOMER: Ms. Stephanie C. Johnson  
Greenberg Traurig, P.a.  
1221 Brickell Avenue

Miami, FL 33131-3238

FOREIGN FILINGS

NAME: GROVENOR HOUSE, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 20 PM 2:12

RECEIVED  
00 JUL 20 AM 11:18  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

*IN COMPLIANCE WITH §608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. GROVENOR HOUSE, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. MISSOURI 3. APPLIED FOR  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. JULY 6, 2000 5. PERPETUAL  
(Date of Organization) (Duration: Year limited company will cease to exist or perpetual")

6. UPON FILING  
(Date first transacted business in Florida. (See §608.501, 608.502, and §817.155, F.S.)

7. 287 N.E. 191<sup>st</sup> STREET, AVENTURA, FLORIDA 33180  
(Street Address of principal office)

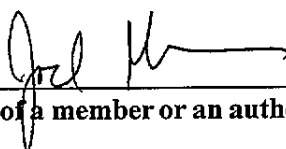
8. If limited liability company is a manager-managed company, check here ☒

9. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

<u>NAME &amp; ADDRESS:</u>	<u>TITLE:</u>	<u>NAME &amp; ADDRESS:</u>	<u>TITLE:</u>
Lester Miller, Trustee under the Lester Miller Revocable Trust Agreement UAD April 28, 1993 287 N.E. 191 <sup>st</sup> Street Aventura, Florida 33180	MGRM	Bruce Weiner 287 N.E. 191 <sup>st</sup> Street Aventura, Florida 33180	MGRM

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State of the proper official having custody of records in the state 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 purpose to be conducted or promoted in Florida: Any lawful business of every kind and character for which a limited liability company may be organized, including but not limited to hotel development, operation, marketing and reservations services and related services.

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 20 PM 2:12

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Joel K. Goldman, Attorney-in-Fact for Lester Miller, Trustee under  
the Lester Miller Revocable Trust Agreement UAD April 28, 1993

Typed or printed name of signer

### **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:

GROVENOR HOUSE, L.L.C.

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

CORPORATION SERVICE COMPANY

(Name)

1201 Hays Street

Florida street address (P.O. Box NOT Acceptable)

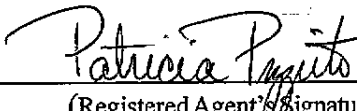
Tallahassee

Florida

32301

City/State/Zip Code)

*Having been named as the 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.*



(Registered Agent's Signature)

Date: July 19, 2000

\$ 100.00  
\$ 25.00

Filing Fee for Application  
Designation of Registered Agent

No. LC0040586

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

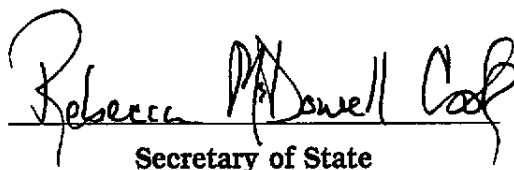
**CERTIFICATE OF GOOD STANDING**  
**LIMITED LIABILITY COMPANY**

I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

GROVENOR HOUSE, L.L.C.

was filed in this office on the 6th day of JULY, 2000, became effective on the 6th day of JULY, 2000, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 17th day of JULY, 2000.

  
Secretary of State

