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ACCOUNT NO. : 072100000032

REFERENCE : 894023 4804484

AUTHORIZATION : Patricia Pizeto

COST LIMIT : \$ 125.00

ORDER DATE : November 9, 2000

ORDER TIME : 11:06 AM

ORDER NO. : 894023-010

CUSTOMER NO: 4804484

500003481485--0

CUSTOMER: Ms. Jen Dombrowski  
Wolf Block Schorr And  
22nd Floor  
1650 Arch Street  
Philadelphia, PA 19103-2097

FOREIGN FILINGS

NAME: WSG WEST BAY VILLAGE GP, LLC

\*\*\*PLEASE FILE FIRST\*\*\*

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER:                     

APPROVED  
AND  
FILED

00 NOV 30 PM12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 NOV 30 AM11:32  
DEPARTMENT OF REVENUE  
DIVISION OF REVENUE  
TALLAHASSEE, FLORIDA

11-30-00

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

1. WSG West Bay Village GP, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. November 13, 2000  
(Date of Organization)
5. Perpetual  
(Duration)
6. Upon filing.  
(Date first transacted business in Florida.)
7. 400 Arthur Godfrey Road, Suite 506, Miami Beach, FL 33140  
(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 follow:

Eric D. Sheppard, 400 Arthur Godfrey Road, Suite 506, Miami Beach, FL 33140  
Philip Wolman, 400 Arthur Godfrey Road, Suite 506, Miami Beach, FL 33140  
Jecheskiel Gonczarowski, 400 Arthur Godfrey Road, Suite 506, Miami Beach, FL 33140

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 purpose to be conducted or promoted in Florida:

Real Estate development.

Signature of member or an authorized representative of a member. Typed or printed name of signee is required.

WSG WEST BAY VILLAGE GP, LLC

By: \_\_\_\_\_

Name: Eric D. Sheppard  
Title: President

APPROVED  
AND  
FILED  
00 NOV 30 PM 12:20  
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:

WSG West Bay Village GP, LLC

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

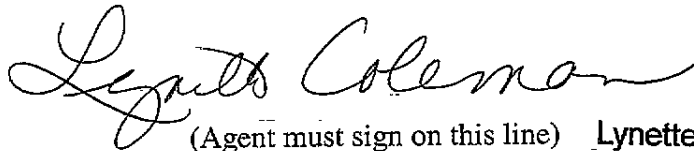
Corporation Service Company  
(Name)

1201 Hays Street  
(Florida street address - P.O. Box **NOT** ACCEPTABLE)

Tallahassee, Florida 32301  
(City) (Zip Code)

*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.*

By:



(Agent must sign on this line) **Lynette Coleman**  
as its agent

APPROVED  
AND  
FILED  
00 NOV 30 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WSG WEST BAY VILLAGE GP, 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 FOURTEENTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

00 NOV 30 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

3315826 8300

AUTHENTICATION: 0793016

001573000

DATE: 11-14-00