



M00000002448

ACCOUNT NO. : 072100000032

REFERENCE : 909105 134758A

AUTHORIZATION

*Patricia Pigato*

COST LIMIT : \$ 155.00

ORDER DATE : November 27, 2000

ORDER TIME : 9:52 AM

ORDER NO. : 909105-015

CUSTOMER NO: 134758A

CUSTOMER: Theodore J. Klein, Esq  
Theodore J. Klein, Esq  
88 N.e. 168th Street

N. Miami Beach, FL 33162

FILED  
DEC - 1 PM 12:55  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

FOREIGN FILINGS

NAME: MAX PREMIER AIRPORT HOLDINGS,  
LLC

8000003483028--3

~~XXXX~~ QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds --- EXT# 1133

EXAMINER: \_\_\_\_\_

RECEIVED  
00 DEC - 1 PM 11:11  
DIVISION OF CORPORATION

*np 12/1*

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

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

1. Max Premier August Holdings, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for  
(FEI number, if applicable)
4. November 14, 2000  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Filing of this Application  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2875 N.E. 191 Street, Penthouse 2  
Aventura, Florida 33180  
(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:

Jack Azant  
2875 N.E. 191 Street, PH-2  
Aventura, Florida 33180

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: Ownership of  
Partnership interest

M. Azant  
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.)

Jack Azant  
Typed or printed name of signer

00 DEC - 1 PM 12:55  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**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:

Max Premier Asset Holdings, LLC

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

Ted Klein

(Name)

88 N.E. 168 Street

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

North Miami, FL 33162

City/State/Zip

*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..*

Ted Klein

(Signature)

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

FILED  
DEC - 1 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**State of Delaware**  
**Office of the Secretary of State**

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF FORMATION OF "MAX PREMIER AIRPORT  
HOLDINGS, LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF  
NOVEMBER, A.D. 2000, AT 4 O'CLOCK P.M.

FILED  
DEC - 1 PM 12:55  
OFFICE OF THE SECRETARY OF STATE  
DELAWARE



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION: 0793580

3316284 8100

001573260

DATE: 11-14-00

**CERTIFICATE OF FORMATION**  
**OF**  
**MAX PREMIER AIRPORT HOLDINGS, LLC**

**a Delaware limited company**

**ARTICLE I**

**NAME**

The name of this limited liability company is **MAX PREMIER AIRPORT HOLDINGS, LLC** (the "Company").

**ARTICLE II**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801 and the name of the initial registered agent of this Company at that address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Formation on this 14th day of November, 2000.

*L. J. Vitalo*  
L. J. Vitalo

**FILED**  
**DEC - 1 PM 12:55**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:00 PM 11/14/2000  
001573260 - 3314284