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GREENBERG  
ATTORNEYS AT LAW

TRAURIG

Michelle Popu  
Legal Assistant

Direct Line: 561 912 3232  
E-mail: Popum@gtlaw.com

February 7, 2001

**Via Federal Express**

Florida Department of State  
Corporate Records Bureau  
409 East Gaines Street  
Tallahassee, Florida 32301

**Re: Orlando Grand Resorts, LLC**

Ladies and Gentlemen:

On behalf of the above-referenced Delaware limited liability company, enclosed please find, in duplicate original, an Application for Certificate of Authority, Certificate of Designation and a Certificate of Good Standing to be filed with the Secretary of State of Florida.

I also enclose a check made payable to the Florida Department of State in the amount of \$160.00 for the filing fees as listed below:

Filing Fee:	\$100.00
Registered Agent Filing Fee:	\$ 25.00
Certified Copy	\$ 30.00
Certificate of Status:	\$ 5.00
<u>Total:</u>	<u>\$160.00</u>

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Please return the stamped/certified copies to my attention in the self-addressed Federal Express envelope. If you have any questions, please do not hesitate to contact me.

Very truly yours,

  
Michelle Popu  
Legal Assistant

Mp  
Enclosures

FILED  
FEB - 8 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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GREENBERG TRAURIG, P.A.

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FORT LAUDERDALE WEST PALM BEACH ORLANDO TALLAHASSEE BOCA RATON

**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. Orlando Grand Resorts, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. \_\_\_\_\_  
(FEI number, if applicable)
4. August 10, 2000  
(Date of Organization)
5. perpetual  
(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. 2711 Centerville Road, 400  
Wilmington, DE 19808  
(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:

Tata Orlando Grand Resorts No. 1, L.P.  
16500 NW 2nd Avenue  
Miami, Florida 33169

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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: own and maintain  
real estate property, engage in any lawful business permitted by state of <sup>& Florida</sup> incorporation.

Tata Orlando Grand Resorts No. 1, L.P., Sole Member; by: Tata Orlando Grand Resorts  
GenPar, Inc., a Delaware corporation, General

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.)

by: \_\_\_\_\_

Typed or printed name of signee  
Terry Mughar, President

**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:

Orlando Grand Resorts, LLC

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

Terry Mugar

(Name)

16500 NW 2nd Avenue

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

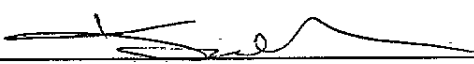
Miami

FL

33169

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..*

  
(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  
00 FEB -8 AM 11:30  
TALLAHASSEE, FL  
SECRETARY OF STATE

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORLANDO GRAND RESORTS, 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 SIXTH DAY OF FEBRUARY, A.D. 2001.

FILED  
00 FEB -8 AM 11:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 0957806

010054648

DATE: 02-06-01