010000000044

Corporation

ACCOUNT NO. :

072100000032

REFERENCE

AUTHORIZATION

COST LIMIT : \$ 125.00

ORDER DATE: March 22, 2001

ORDER TIME : 11:36 AM

ORDER NO. : 088442-055

CUSTOMER NO:

4300043

400003909594--4

CUSTOMER:

Sheila M. Kaupas, Legal Asst

Proskauer Rose Llp

1585 Broadway

New York, NY 10036-8299

FOREIGN FILINGS

NAME:

DAPPER PROPERTIES III, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER:

DIVISION OF CORPORATION

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 COMPANYTO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1.	Dapper Properties III, LLC	
	(Name of foreign limited liability company)	
2.	Delaware 3 13_4157451	
7	Jurisdiction under the law of which foreign limited liability company is organized) 3. 13-4157451 (FEI number, if applicable) 40 years unless terminated sooner in accordance with	
4.	2/15/01 5 terms of operating agreement	
т.	(Date of Organization) (Duration: Year li mited liability company will cease to exist or "perpetual")	-
5.	February 27, 2001	
J.	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7.	c/o U.S.Realty Advisors LLC, 1370 Avenue of the Am	nerica
	New York, NY 10019	
	(Street address of principal office)	
8.	If limited liability company is a manager-managed company, check here	<u> </u>
9.	The name and usual business addresses of the managing members or managers are as follows:	ر <u>تا</u> در تاری
	Dapper Equity III, LLC	7
	c/o U.S. Realty Advisors LLC	ত্র ত
	1370 Avenue of the Americas	ຄັ້
	New York, NY 10019	
the	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of recjurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a salation of the certificate under eath of the translator must be submitted.)	ords in
11	. Nature of business or purposes to be conducted or promoted in Florida: owning and	
	managing real estate	-
	/1/N/: GC	
	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.)	
	Richard Ader*	3.1.
*F	Typed or printed name of signee Richard Ader signs as Managing Member of DAP Investors III, LLC, Member Manage	r of

Dapper Equity III, LLC, the Sole Member of Dapper Properties III, LLC

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.

	Dapper Properties III, LLC	· · ·
The name and	the Florida street address of the registered agent and office are:	
	Corporation Service Company	
	(Name)	
	1201 Hays Street	<u> </u>
	Florida street address (P.O. Box NOT ACCEPTABLE)	The same

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..

OHN S. HOENIGMANN

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

State of Delaware Office of the Secretary of State

PAGE :

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DAPPER PROPERTIES III, 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 TWENTY-SECOND DAY OF MARCH, A.D. 2001.

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

OLIVE SEE FIGURE

Darriet Smith Windsor, Secretary of State

AUTHENTICATION: 1039367

3357043 8300

010142397

DATE: 03-22-01