

KOCHMAN ESPLANADA LLC

101000000981

Esperanté
222 Lakeview Avenue, Suite 950
West Palm Beach, Florida 33401

Ronald S. Kochman
Also admitted in New York

Tel: (561) 802-8960
Fax: (561) 802-8995

Keith B. Braun
Also admitted in Michigan

April 24, 2001

Division of Corporations
Attn: Registration Section
Post Office Box 6327
Tallahassee, Florida 32314

700004082857--9
-04/27/01--01007--016
***155.00 ***155.00

Re: Royal Poinciana South LLC

Dear Sir/Madam:

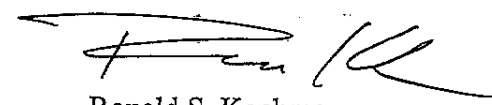
Enclosed for filing are the following documents relating to the above-captioned corporation:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Certificate of Existence from the State of Delaware; and
4. Check in the amount of \$155 (representing the filing fee, designation of registered agent fee, and certified copy fee).

FILED
01 APR 25 PM 5:00
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

If you have any questions, please call me.

Sincerely,



Ronald S. Kochman

RSK:ac
Enclosures
13033

101-981
OL

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. Royal Poinciana South 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. December 8, 2000
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. April 23, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 333 Sunset Avenue, Palm Beach, Florida 33480
(Street address of principal office)

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

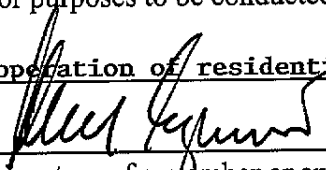
9. The name and usual business addresses of the managing members or managers are as follows:

Murray Pergament, c/o Pergament Investments, Inc., 1500 Old Northern Blvd.,
Roslyn, NY 11576; Robert Pergament, 333 Sunset Avenue, Palm Beach, Florida
33480

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 and operation of residential apartment building.


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.)

ROBERT PERGAMENT
Typed or printed name of signee

FILED
APR 26 PM 5:00
STATE OF FLORIDA
TALLAHASSEE

**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:

Royal Poinciana South LLC

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

Robert Pergament

(Name)

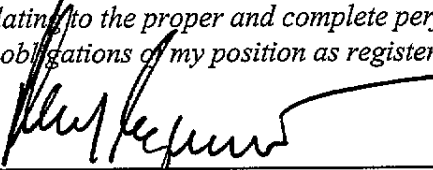
333 Sunset Avenue, Palm Beach, Florida 33480

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

FL

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
01 APR 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware

PAGE 1

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROYAL POINCIANA SOUTH 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 EIGHTEENTH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3327341 8300

AUTHENTICATION: 1086929

010187526

DATE: 04-18-01