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PILLSBURY WINTHROP_{LLP}

125 WORTH AVENUE SUITE 310 PALM BEACH, FL 33480-4413 561.655.7297 F:561.833.6726

May 14, 2001

VIA FEDERAL EXPRESS

Division of Corporations
Registration Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200004217322--7
-05/15/01--01080--005
****160.00 ****160.00

Re: **Colony Club Group, L.L.C.**

W01-11351

Dear Sir or Madam:

In connection with the above-captioned matter, enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and the Certificate of Designation of Registered Agent/Registered Office for filing.

Further enclosed please find our check #5902 made payable to the Florida Department of State in the amount of \$160.00. This amount represents:

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

Once the documents have been filed, please return them to us via Federal Express. For billing purposes our Federal Express account number is #0334-0429-8.

If you have any questions, please do not hesitate to call us. Thank you for your attention to this matter.

Sincerely,

Deborah Bates

Deborah Bates
Assistant to Guy Rabideau, Esquire

db
Enclosures

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TALLAHASSEE, FL 32399

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 18, 2001

DEBORAH BATES
125 WORTH AVENUE, STE 310
PALM BEACH, FL 33480-4413

SUBJECT: COLONY CLUB GROUP, LLC
Ref. Number: W01000011351

We have received your document for COLONY CLUB GROUP, LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 501A00030505

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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. Colony Club Group, L.L.C.
(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. December 14, 2000
(Date of Organization)
5. One Year
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon registration with the State of Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 7100-39 Fairway Drive, Unit #206, Palm Beach Gardens, FL 33418
(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:

Charles Merkle, Managing Member, 7100-39 Fairway Drive, Unit #206,
Palm Beach Gardens, FL 33418

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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: Investment



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.)

Charles Merkle, Managing Member

Typed or printed name of signee

**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:

Colony Club Group, L.L.C.

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

Guy Rabideau, Esquire

(Name)

Pillsbury Winthrop LLP

125 Worth Avenue, Suite 310

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

Palm Beach, Florida

FL

33480

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.

Guy Rabideau

(Signature)

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

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State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COLONY CLUB GROUP, L.L.C." 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 ELEVENTH DAY OF MAY, A.D. 2001.

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

FILED
01 MAY 29 AM 1:33
SECRETARY OF STATE
TALLMONT, DE 19801



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3330299 8300

AUTHENTICATION: 1128692

010227391

DATE: 05-11-01