

Division of Corporations  
**M02000000206**

# Florida Department of State

Division of Corporations

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## FOREIGN LIMITED LIABILITY COMPANY

ASHTON WOODS USA L.L.C.

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 1        |
| Page Count            | 03       |
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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. ASHTON WOODS USA L.L.C.

(Name of foreign limited liability company)

2. Nevada(Jurisdiction under the law of which foreign limited  
liability company is organized)

3.

75-2721881

(FEI number, if applicable)

4. February 6, 1997

(Date of Organization)

5. Perpetual(Duration: Year limited liability company will cease to exist  
or "perpetual")6. Upon filing.

(Date first transacted business in Florida) (SEE SECTIONS 608.501, 608.502 and 817.155, F.S.)

7. 250 Lesmill Road, Don Mills, Ontario M3B 2T5 Canada

(Street address of principal office)

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

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

Harry Rosenbaum

250 Lesmill Road

Don Mills, Ontario M3B 2T5

Canada

Bruce Freeman

250 Lesmill Road

Don Mills, Ontario M3B 2T5

Canada

Seymour Joffe

250 Lesmill Road

Don Mills, Ontario M3B 2T5

Canada

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: To engage in any lawful  
act or activity for which limited liability companies may be organized.

*Signature of a member or an authorized representative of a member.*

(In accordance with section 608.04(3), F.S., the execution of this document constitutes  
an affirmation under the penalties of perjury that the facts stated herein are true.)

Harry Rosenbaum

Typed or printed name of signer

PMB\_PMB\_175878 1/23/02

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

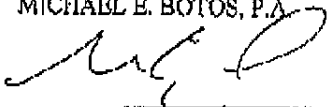
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND  
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is ASHTON WOODS USA L.L.C.
2. The name and the Florida street address of the registered agent and office are:

MICHAEL E. BOTOS, P.A.  
c/o EDWARDS & ANGELL, LLP  
ONE NORTH CLEMATIS STREET, STE. 400  
WEST PALM BEACH FL 33401

*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 in Chapter 608, F.S.*

MICHAEL E. BOTOS, P.A.



Michael E. Botos, President

January 22, 2002

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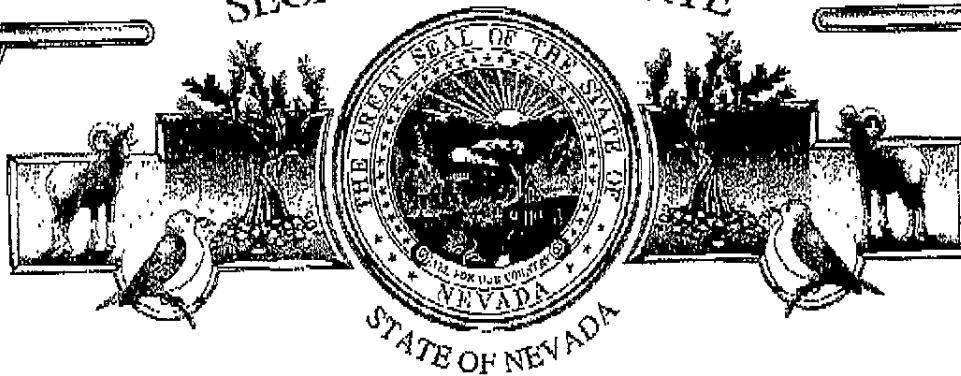
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## SECRETARY OF STATE



### CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ASHTON WOODS USA L.L.C.**, as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 6, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on January 9, 2002.

DEAN HELLER  
Secretary of State

By

Certification Clerk



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