

ACCOUNT NO.

072100000032

REFERENCE

660006

4322981

AUTHORIZATION

COST LIMIT \$ 125.00

ORDER DATE: July 11, 2002

ORDER TIME : 11:30 AM

ORDER NO. : 660006-005

000006356490-

CUSTOMER NO:

4322981

CUSTOMER: Ms. Mina J. Ando

Brown Raysman Millstein Felder

900 Third Avenue

21st Floor

New York, NY 10022

FOREIGN FILINGS

NAME:

INTERNATIONAL REAL ESTATE

HOLDINGS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: ZS SI WW ZI 700 ZO

BECEINED

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. International Real Estate Holdings, LLC (Name of foreign limited liability company) 2. Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. 7/9/02 (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) 6. Upon filing (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 7. 477 South Rosemary Ave., Suite 318, West Palm Beach, Florida 33401 (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: Paul Schafranick, 477 South Rosemary Ave., Suite 318, West Palm Beach, Florida 33401 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: Holding company

Paul Schafranick
Typed or printed name of signee

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 penaltics of perjury that the facts stated herein are true.)

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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.

2. The name and the Florida street address of the registered	I agent and office are:
Paul Schafranic	9s
(Name)	
477 South Rosemary Ave.	
Florida street address (P.O. Box NO	<u>)T</u> ACCEPTABLE)
West Palm Beach FL	33401
(City/State/Zip)	
Having been named as registered agent and to accept service	e of nyocess for the above stated limited

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

\$ 5.00 Certificate of Status (optional)

·魏武、军门、德国帝国、武武、军司、安战、

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERNATIONAL REAL ESTATE HOLDINGS, 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 ELEVENTH DAY OF JULY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INTERNATIONAL REAL ESTATE HOLDINGS, LLC" WAS FORMED ON THE NINTH DAY OF JULY, A.D. 2002.

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



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1879052

3545410 8300

020446105

DATE: 07-11-02