M02 00000245

CSC

ACCOUNT NO. : 072100000032

REFERENCE : 740667 4303929

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $~~155.~~00 160.00

ORDER DATE : September 11, 2002

ORDER TIME : 3:29 PM

ORDER NO. : 740667-015

CUSTOMER NO: 4303929

CUSTOMER: Ms. Stephanie C. Johnson
Greenberg Traurig, P.a.
1221 Brickell Avenue
21st Floor
Miami, FL 33131-3238

700007811077--5

FILED
02 SEP 18 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: G.F.B. ENTERPRISES MANAGEMENT, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY XX CUS

RECEIVED
02 SEP 17 PM 3:58
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

Called 1:15
also wants (1) CUS
thanks np

9/18 NH

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH §608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. G.F.B. ENTERPRISES MANAGEMENT, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

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

3. 14-1846371
(FEI number, if applicable)

4. SEPTEMBER 11, 2002
(Date of Organization)

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

6. UPON FILING
(Date first transacted business in Florida. (See §608.501, 608.502, and §817.155, F.S.)

7. 10943 SOUTH DIXIE HIGHWAY, MIAMI, FL 33156
(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:

GERALD F. BEAN	Manager	10943 South Dixie Highway	Miami, FL 33156
ROBERT F. HARTER	Manager	10943 South Dixie Highway	Miami, FL 33156

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 purpose to be conducted or promoted in Florida: Any lawful business of every kind and character for which a limited liability company may be organized, including but not limited to hotel development, operation, marketing and reservations services and related services.

G.F.B. ENTERPRISES, L.P., a Delaware limited partnership, sole member
BY: G.F.B. ENTERPRISES, INC., a Delaware corporation, general partner

By: _____, President

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED
02 SEP 18 PM 1:51
TALLAHASSEE, FLORIDA

GERALD F. BEAN
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.

02 SEP 18 PM 1:51
TALLAHASSEE, FLORIDA

1. The name of the Limited Liability Company is:

G.F.B. ENTERPRISES MANAGEMENT, LLC

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

CORPORATION SERVICE COMPANY
(Name)

1201 Havs Street
Florida street address (P.O. Box NOT Acceptable)

Tallahassee Florida 32301
City/State/Zip Code)

Having been named as the 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.

Date: September 17, 2002

Brian Courtney
~~Asst. V.~~ Pres.
(Registered Agent'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)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "G.F.B. ENTERPRISES MANAGEMENT, 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 THIRTEENTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "G.F.B. ENTERPRISES MANAGEMENT, LLC" WAS FORMED ON THE ELEVENTH DAY OF SEPTEMBER, A.D. 2002.

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3567722 8300

AUTHENTICATION: 1982217

020573374

DATE: 09-13-02