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FILED 3:00 PM FEB 26 2003 BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP
Division of Corporations Page 1 of 2

Florida Department of State
Division of Corporations
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FOREIGN LIMITED LIABILITY COMPANY

St. Johns Phase 1 LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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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. St. Johns Phase 1 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. 02/24/2003
(Date of Organization)

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

6. As of the date of filing of this Application with the Secretary of State of the State of Florida
(Date first transacted business in Florida. (See sections 608.301, 608.302, and 817.155, F.S.))

7. 115 NW 167th Street, #300, North Miami Beach, FL 33169
(Street address of principal office)

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

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

St. Johns Phase 1 GP LLP, 115 NW 167th Street, #300, North Miami Beach, FL 33169

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 of real property

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.)

- SEE ATTACHED SIGNATURE PAGE -

Typed or printed name of signee

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FEB. -26' 03 (WED) 12:02 BILZIN, SUMBERG, ET. AL

TEL:305-374-7593

P. 003

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

By: St. Johns Phase 1 GP LLLP, a Florida limited liability
limited partnership, its Member and Manager

By: St. Johns Phase 1 Management LLLP, a Florida limited liability
limited partnership, its general partner

By: St. Johns Phase 1 Executive LLC, a Florida limited liability
company, its general partner

By: _____

Gravil M. Tracy, Manager

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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:

St. Johns Phase I LLC

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

Granvil M. Tracy

(Name)

115 NW 167th Street, #300

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

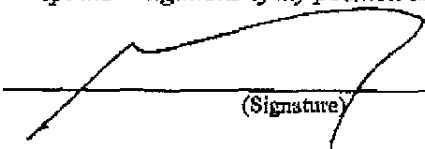
North Miami Beach

FL 33169

City/State/Zip

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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)

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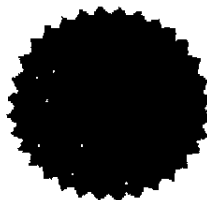
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ST. JOHNS PHASE 1 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 TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2003.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3628840 8300

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AUTHENTICATION: 2273228

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DATE: 02-25-03