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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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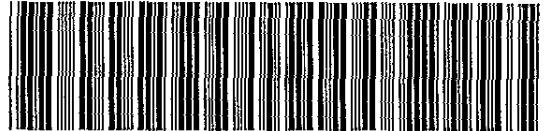
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MAIL

(Business Entity Name)

(Document Number)



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UNGARETTI  
& HARRIS

**CHICAGO**

3500 Three First National Plaza  
Chicago, Illinois 60602-4283  
Telephone: 312 977.4400  
Fax: 312 977.4405

**WASHINGTON**

1500 K Street, N.W., Suite 250  
Washington, D.C. 20005-1714  
Telephone: 202 639.7500  
Fax: 202 639.7505

<http://www.uhlaw.com>

To:

FROM: James B. Smith

DATE: March 3, 2003

Please file the attached. If you have  
any questions, please call me at  
(312) 977-4413.

Thank you.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAR -4 AM 8:58

FILED

**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. Brookwood Coral Gables Co., LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 04-3453568  
(FEI number, if applicable)
4. January 28, 1999  
(Date of Organization)
5. December 31, 2049  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. March 6, 2003  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 55 Tozer Road  
Beverly, Mass 01915  
(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:

<u>Thomas N. Trkla</u>	<u>55 Tozer Road, Beverly, Mass 01915</u>
<u>Thomas W. Brown</u>	<u>55 Tozer Road, Beverly, Mass 01915</u>
<u>Joel Mael</u>	<u>55 Tozer Road, Beverly, Mass 01915</u>

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: \_\_\_\_\_

Operating and leasing an office building

James B. Smith, attorney and agent  
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.)

JAMES B. SMITH  
Typed or printed name of signee

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**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:

Brookwood Coral Gables Co., LLC

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

Jeffrey S. Tanen, Esq.

(Name)

Suite 3250, One Biscayne Tower

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

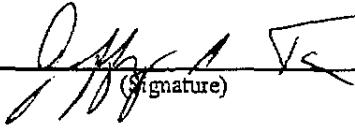
Miami

FL

33131

(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.*

  
(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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

*The First State*

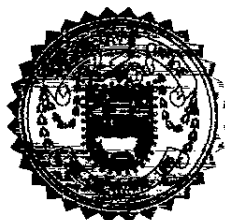
PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROOKWOOD CORAL GABLES CO., 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 NINTH DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BROOKWOOD CORAL GABLES CO., LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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MAR -4 AM 8:58  
SECRETARY OF STATE  
DELAWARE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2998292 8300

AUTHENTICATION: 2194678

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DATE: 01-09-03