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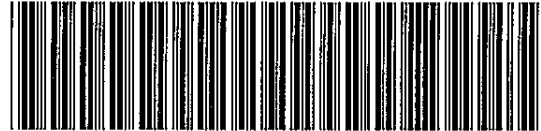
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03 MAR 26 PM 1:29
STATE
OPERATIONS
TALLAHASSEE, FLORIDA

Capitol Services, Inc.

1045 Merritt Drive

Tallahassee, FL 32301

(850) 878-4734
Kathi or Brent

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Caribbean Property Services, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

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☒ Certified Copy

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☐ Will wait

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NEW FILINGS

- ☐ Profit
- ☐ Not-for Profit
- ☒ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☒ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**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. Caribbean Property Services LLC
(Name of foreign limited liability company)

2. Delaware 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. March 19, 2003 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

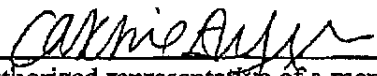
7. c/o HWI Structures, LLC
1120 Avenue of the Americas, 4th Floor, New York, NY 10036
(Street address of principal office)

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:
See attached Schedule A

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 of activity for which a limited liability company may be formed under the
Florida Limited Liability Company Act.


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.)

Caroline E. Demirs
Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

Caribbean Property Services LLC

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

United Corporate Services

(Name)

9200 South Dadeland Boulevard, Suite 508

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

Miami,

FL

33151

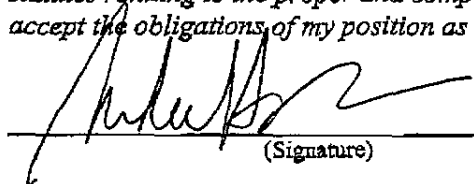
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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)

Schedule A
List of Managers

The names and business addresses of the managers of Caribbean Property Services LLC, a Delaware limited liability company, are as follows:

1. Barry Breenan
Manley Berenson Associates
1120 Avenue of the Americas
4th floor
New York, New York 10036
2. Mark Lipschutz
Kronish Lieb Weiner & Hellman LLP
1114 Avenue of the Americas
New York, New York 10036
3. Peter Mansbach
Kronish Lieb Weiner & Hellman LLP
1114 Avenue of the Americas
New York, New York 10036
4. Michael Lefkowitz
Manley Berenson Associates
1120 Avenue of the Americas
4th floor
New York, New York 10036
5. Mark Davis
TJAC, Inc.
Citibank Towers
252 Ponce De Leon Avenue
Suite 601
San Juan, Puerto Rico 00918
6. Mark Greene
Plaza Del Sol
725 West Main Avenue
Suite 600
Bayamon, Puerto Rico 00961
7. Frederick Zarrelli
Fremont Realty Capital
375 Park Avenue
Suite 3101
New York, New York 10152

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8. Carolyn Pianin
AIG Global Real Estate Investment Corp.
One Chase Manhattan Plaza
57th Floor
New York, New York 10005

Delaware

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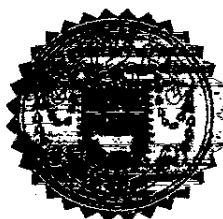
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARIBBEAN PROPERTY SERVICES 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-FIRST DAY OF MARCH, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CARIBBEAN PROPERTY SERVICES LLC" WAS FORMED ON THE TWENTIETH DAY OF MARCH, A.D. 2003.

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

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MAR 26 PM 12 29
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SECRETARY OF STATE
TALLMAGE FLOOR



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2322674

DATE: 03-21-03