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(Re	questor's Name)	
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PICK-UP	MAIT	MAIL
(Bu	isiness Entity Name)	
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Certified Coples	Certificates of	Status
Special Instructions to	Filing Officer:	

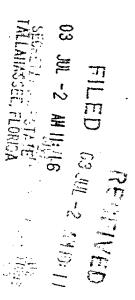




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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue
Tallahassee, Florida 32301
(850) 681-6528

HOLD FOR PICKUP BY UCC SERVICES OFFICE USE ONLY

S. Contraction of the Contractio						938244
FI	ING & SEARCH					July 2, 2003
S	RRVIORS	C	ORPORATION N	ΙΑΜ		IENT NUMBER (S):
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	Name Reservation	<u> </u>	Reinstatement	<u>.</u>		
	Reinstatement		Trademark			

Other

#### 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:
CLEARWATER BEACH HOLDINGS, LLC
(Name of foreign limited liability company)
2. DELAWARE 3. APPLIED FOR 2. O
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)
4. JULY 1, 2003 5. DECEMBER 31, 2033
(Date of Organization)  (Duration: Year limited liability company will cease to exist or "perpetual")
6. NEWLY FORMED /Upon aug lyfication
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
72930 BISCAYNE BOULEVARD
MIAMI, FL 33137
(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:
Sonny Kahn, Member - 2930 Biscayne Boulevard, Miami, FL 33137
Cornty Martin Metriper - 2500 biscaytre boutevard, Miarrii, FE 55 157
Russell W. Galbut, Member - 2930 Biscayne Boulevard, Miami, FL 33137
The Menin 1998 Family Trust, Member; Bruce A. Menin, Trustee, 2930 Biscayne Blvd.,
Miami, FL 33137
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 eath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: REAL ESTATE
DEVELOPMENT
A Alk
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.)
SHARON CHRISTENBURY, AUTHORIZED PERSON

Typed or printed name of signee

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 of 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.

l.	The name	of the	Limited	Liability	Company	is:
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CLEARWATER BEACH HOLDINGS, LLC

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

NRAI SERVICES, IN	1C.
	(Name)
526 EAST PARK AV	/ENUE
Florida street	address (P.O. Box NOT ACCEPTABLE)
TALLHASSEE	<sub>FL</sub> 32301
-	(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)

PAGE 1

## Delaware

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CLEARWATER BEACH 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 FIRST DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CLEARWATER BEACH HOLDINGS, LLC" WAS FORMED ON THE THIRTIETH DAY OF JUNE, A.D. 2003.

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



Warriet Smith Hindson Specretary of State 5981

-DATE: 07-01-03

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