

Division of Corporations

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**MO3 000003143**Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 205-0383

## From:

Account Name : ANGELO, BARRY & BOLDT, P.A.  
Account Number : I20020000109  
Phone : (954) 766-9930  
Fax Number : (954) 766-9937**FOREIGN LIMITED LIABILITY COMPANY****BALMY BEAR, LLC**

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**MO3-3143**

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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. Balmy Bear, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-0242771  
(FEI number, if applicable)
4. 7/28/03  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. September 18, 2003  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.135, F.S.))
7. c/o Codina Construction Corporation, 355 Alhambra Circle, Suite 900  
Coral Gables, FL 33134  
(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:

Codina Construction Corporation  
355 Alhambra Circle, Suite 900  
Coral Gables, FL 33134

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: acquiring and  
selling real and personal property

Signature of a member or an authorized representative of a member.  
(In accordance with section 608.503(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

[Signature]  
Typed or printed name of signee

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09/23/2003

13:07

ANGELO, BARRY &amp; BOLDT PA → 18502050383

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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:

Balmy Bear, LLC

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

Angelo, Barry & Boldt, P.A.  
(Name)

515 East Las Olas Blvd, Suite 850  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Ft. Lauderdale, FL 33301  
(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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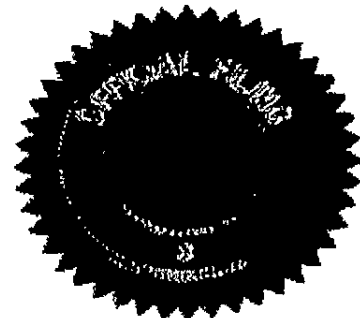
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**Certificate of Formation  
of  
Balmy Bear, LLC**

1. The name of this Delaware limited liability company is:  
Balmy Bear, LLC
2. The name and address of the registered agent of the Company is:  
Corporate Creations Network Inc.  
1308 Delaware Avenue  
Wilmington DE 19806
3. The Company will be a manager-managed company.
4. The profits and losses of the Company shall be allocated to the members in proportion to their percentage interest in the Company, unless otherwise provided in the Company's limited liability company agreement.
5. No member shall have the right to assign the member's interest in the Company without the written agreement of all the members. If all the members do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

The undersigned authorized person has executed this Certificate of Formation on July 28, 2003.

  
\_\_\_\_\_  
**AUTHORIZED PERSON:**  
K. Sarria as attorney-in-fact for:  
Bryan Haagenon, Esq.



State of Delaware  
Secretary of State  
Division of Corporations  
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