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ACCOUNT NO. : 072100000032

REFERENCE : 710332

4379532

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE: June 2, 2004

ORDER TIME : 9:28 AM

ORDER NO. : 710332-015

CUSTOMER NO: 4379532

CUSTOMER: Ms. Jackie M. Ellis

Hewitt & O'neil Llp

Suite 1050

19900 Macarthur Boulevard

Irvine, CA 92612

#### FOREIGN FILINGS

NAME: MAKAR SOUTH BEACH INVESTORS,

LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER:

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE, WITH SECTION 608.503, FLORIDA STATO						
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN T	HE SIMILOF FLORIDA:					
1. MAKAR SOUTH BEACH INVESTORS, LLC						
(Name of foreign	n limited liability company)					
2. DELAWARE	3. APPLIED FOR					
(Jurisdiction under the law of which foreign limited liability	(FEI number, if applicable)					
company is organized)	Eri'					
4 TENET O 0004	r norn :					
4. JUNE 2, 2004 (Date of Organization)	5. 2050 (Duration: Year limited liability company will cease to					
(Date of Organization)	exist or "perpetual")					
6. JUNE 2, 2004						
(Date first transacted business in Florida. (S	ee sections 608.501, 608.502, and 817.155, F.S.)					
7. 4100 MACARTHUR BLVD., SUITE 200						
NEWPORT BEACH, CA 92660						
(Street addre	ss of principal office)					
8. If limited liability company is a manager-manage	ed company, check here					
9. The name and usual business addresses of the ma	anaging members or managers are as follows:					
VIV. 00000000000000000000000000000000000						
MAKAR PROPERTIES, LLC						
4100 MACARTHUR BLVD., SUITE 200						
NEWPORT BEACH, CA 92660						
10 Add A 22 and 22 and 20 Add	00.1					
	90 days old, duly authenticated by the official having custody of records in					
- · · · · · · · · · · · · · · · · · · ·	notocopy 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:					
A	or promoted in Florida.					
REAL ESTATE DEVELOPMENT						
Deanne	Dende					
Signature of a member or an a	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.)						
Samuel H. Weissbard,	Authorized Representative					
	ed name of signee					

\* '

## 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.

I. The name of	the Limited Liability Comp	oany is:	•	
MAKAR SOUTH	BEACH INVESTORS, LLC	3		
2. The name an	d the Florida street address	of the regist	ered agent and office are:	
Corporation Service Company				
		(Name)		•
1201 Hays Street				
	Florida street add	iress (P.O. Box	NOT ACCEPTABLE)	
	Tallahassee	FL	32301	
	(0	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.

Clebrah D. Skipper Deborah D. Skipper Asst. V. Pres.

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

## Delaware

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#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAKAR SOUTH BEACH INVESTORS, 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 SECOND DAY OF JUNE, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MAKAR SOUTH BEACH INVESTORS, LLC" WAS FORMED ON THE SECOND DAY OF JUNE, A.D. 2004.



Warriet Smith Windson, Secretary of State

AUTHENTICATION: 3148125

DATE: 06-02-04