

M04000002508

\_\_\_\_\_

(Requestor's Name)

\_\_\_\_\_

(Address)

\_\_\_\_\_

(Address)

\_\_\_\_\_

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

\_\_\_\_\_

(Business Entity Name)

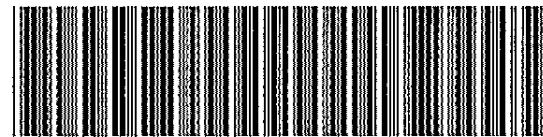
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA  
FILED

BR



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 777393 4367113

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : June 25, 2004

ORDER TIME : 1:15 PM

ORDER NO. : 777393-025

CUSTOMER NO: 4367113

CUSTOMER: Georgina Popham  
Nason Yeager Gerson White &  
Suite 1200  
1645 Palm Beach Lakes Blvd.  
West Palm Beach, FL 33401

FOREIGN FILINGS

NAME: 114 ACRES MEZZ, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 2914

EXAMINER: \_\_\_\_\_

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04 JUN 25 PM 3:58  
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FLORIDA  
TALLAHASSEE, FLORIDA  
SECY OF STATE

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. 114 ACRES MEZZ, LLC

(Name of foreign limited liability company)

2. DELAWARE

(Jurisdiction under the law of which foreign limited liability  
company is organized)

3.

APPLIED FOR

(FEI number, if applicable)

4. JUNE 23, 2004

(Date of Organization)

5.

PERPETUAL

(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.

7602 MARBLEHEAD LANE

PARKLAND, FLORIDA 33067

(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:

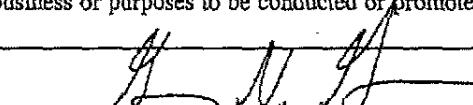
114 ACRES HOLDINGS, LLC, a Delaware limited liability company

7602 Marblehead Lane

Parkland, Florida 33067

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: Real Estate Investments

  
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.)

Gary N. Gerson, Authorized Representative

(Typed or printed name of signee)

04 JUN 25 PM 58  
STATE OF FLORIDA  
FILED

**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:

114 ACRES MEZZ, LLC

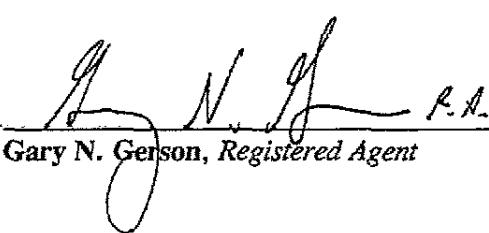
2. The name and the Florida street address of the registered agent and office are:

Gary N. Gerson  
(Name)

1645 Palm Beach Lakes Blvd., Suite 1200  
Florida street address (P.O. Box NOT ACCEPTABLE)

West Palm Beach, FL 33401  
(City/State/Zip)

*Having been named as registered agent 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 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.*

  
\_\_\_\_\_  
Gary N. Gerson, Registered Agent

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

# Delaware

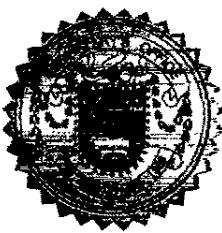
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "114 ACRES MEZZ, 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-FOURTH DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "114 ACRES MEZZ, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2004.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3820215 8300

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AUTHENTICATION: 3194498

DATE: 06-24-04