

MO 400000 2633

2004 JUL 2 P 2:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600038368186

07/02/04--01051--006 \*\*130.00

AL

**HUNTON &  
WILLIAMS**

**FILED**

2004 JUL -2 P 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HUNTON & WILLIAMS LLP  
1111 BRICKELL AVENUE  
SUITE 2500  
MIAMI, FLORIDA 33131-1802

TEL 305 • 810 • 2500  
FAX 305 • 810 • 2460

ARLENE M. RASILE  
DIRECT DIAL: 305-536-2675  
EMAIL: arasile@hunton.com

FILE NO: 61602.29

July 1, 2004

**Via Federal Express**

Secretary of State  
409 E. Gaines Street  
Tallahassee, Florida 32314

RE: Authorization to do Business within the State of Florida  
ACP/Alinari, LLC and ACP/Alinari Sarasota, LLC

Dear Sir or Madam:

With respect to the two above referenced limited liability companies, enclosed please find a Transmittal Letter, Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, the Certificate of Designation of Registered Agent/Registered Office and the original certificates of Existence from the Secretary of State of Delaware. Also enclosed, please find two checks in the amount of \$130.00 which sum represents the filing fee, designation of Registered Agent and a certified copy for each entity.

Should you need anything further in order to complete the filing of the applications, please contact direct me at 305-536-2675; via e-mail arasile@hunton.com or via direct fax 305-810-1650.

Thank you.

Sincerely,

  
Arlene M. Rasile  
Real Estate Paralegal

encs.

TRANSMITTAL LETTER

FILED

TO: Registration Section  
Division of Corporations

2004 JUL -2 P 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: ACP/Alinari, LLC  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Arlene M. Rasile  
(Name of Person)

Hunton & Williams LLP  
(Firm/Company)

1111 Brickell Avenue, Suite 2500  
(Address)

Miami, Florida 33131  
(City/State and Zip Code)

For further information concerning this matter, please call:

Arlene M. Rasile at ( 305 ) 536-2675  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee    ☒ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

FILED

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 AS A  
LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. ACP/Alinari, 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 25, 2004  
(Date of Organization)

5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. July 1, 2004  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 444 Brickell Avenue, Suite 900  
Miami, Florida 33131  
(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:

ACP/Alinari Sarasota, LLC  
444 Brickell Avenue, Suite 900  
Miami, Florida 33131

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

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.)

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE  
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT OF STATUS  
TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ACP/Alinari, LLC

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

Stuart K. Hoffman, Esq.

(Name)

1111 Brickell Avenue, Suite 2500

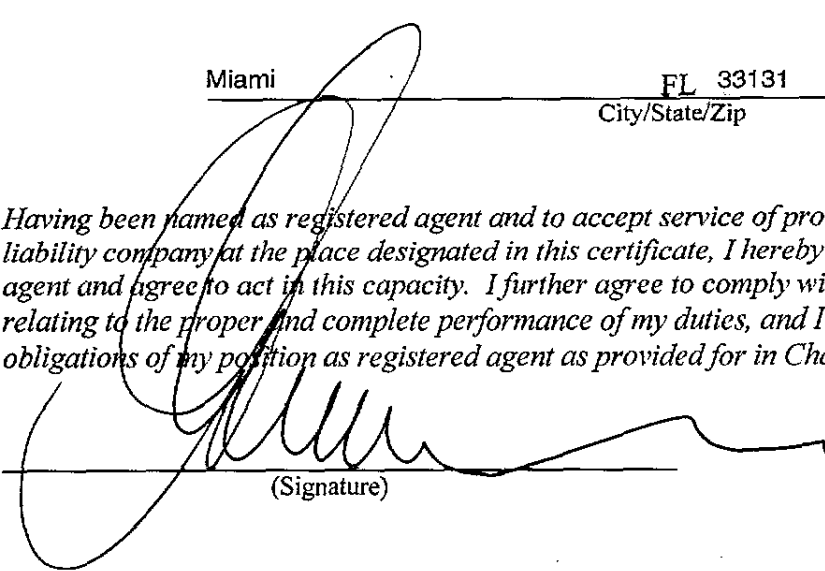
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Miami

FL 33131

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, Florida Statutes.*

  
(Signature)

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

# Delaware

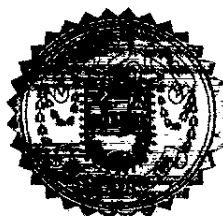
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACP/ALINARI, 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-EIGHTH DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ACP/ALINARI, LLC" WAS FORMED ON THE TWENTY-FIFTH 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

3821217 8300

AUTHENTICATION: 3201027

040476264

DATE: 06-28-04