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August 10, 2004

#### CORPORATION NAME (S) AND DOCUMENT NUMBER (S)

Thor Gallery at Beach Place Holdings, LLC

Filing Evidence  □ Plain/Confirmation C	Сору	<u>Type of Docume</u> □ Certificate of Sta	
☑ Certified Copy		□ Certificate of Go	od Standing
		□ Articles Only	
Retrieval Request  Photocopy  Certified Copy		☐ All Charter Docu Articles & Amen ☐ Fictitious Name (☐	dments
NEW FILINGS		AMENDMENTS	
Profit		Amendment	
Non Profit		Resignation of RA Officer/Director	
Limited Liability		Change of Registered Agent	
Domestication		Dissolution/Withdrawal	
Other		Merger	
OTHER FILINGS		REGISTRATION/QUALIFICATION	
Annual Reports	X	Foreign	
Fictitious Name		Limited Liability	
Name Reservation		Reinstatement	
Reinstatement		Trademark	

Other

ADDI ICATION BY EODEIGN I IMITED HABILITY COMPANY FOR AUTHODIZATION TO
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:
THOR GALLERY AT BEACH PLACE HOLDINGS, LLC
(Name of Foreign Limited Liability Company)
2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)  3. (FEI number, if applicable)
4. July 20, 2004 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification  (Date first transacted business in Florida, if prior to registration.)  (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. c/o Thor Equities, LLC
139 Fifth Avenue, New York, New York 10010
(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:
Thor MM Gallery at Beach Place, LLC
c/o Thor Equities, LIC
139 Fifth Avenue, New York, New York 10010
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.)
II. Nature of business or purposes to be conducted or promoted in Florida: Real Estate
Investment
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 signec

MACE: 8 2005 . Z . 2014

## 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	of the Limited Liability Company is:				
THOR GALLERY AT BEACH PLACE HOLDINGS, LLC					
2. The name a	and the Florida street address of the registered agent and office are:				
•	United Corporate Services, Inc. (Name)	-			
	9200 South Dadeland Blvd., Suite 508  Florida Street Address (P.O. Box NOT ACCEPTABLE)	<u>-</u>			
	Miami PI 33156 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

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### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THOR GALLERY AT BEACH PLACE 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 FIFTH DAY OF AUGUST, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THOR GALLERY AT BEACH PLACE HOLDINGS, LLC" WAS FORMED ON THE TWENTIETH DAY OF JULY, A.D. 2004.

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



3830885 8300

Warriet Smith Windson Secretary of State

AUTHENTICATION: 3277980

040574124 DATE: 08-05-04