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**CORPDIRECT AGENTS, INC. (formerly CCRS)** 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT, #FCA-14 **CONTACT:** KATIE WONSCH DATE: 11/09/04 **REF. #:** 0638.31643 CORP. NAME: CABOT DADELAND TOWERS NORTH 27 LLC ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION ( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY ( XX ) FOREIGN QUALIFICATION ( ) WITHDRAWAL ( ) MERGER ( ) REINSTATEMENT ( ) CERTIFICATE OF CANCELLATION ( ) OTHER: STATE FEES PREPAID WITH CHECK# 50284 FOR \$ 125.00 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$\_ PLEASE RETURN:

( ) CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING ( XX ) PLAIN STAMPED COPY

( ) CERTIFICATE OF STATUS

Examiner's Initials

PATION TO SE

### 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 BY SINFESS IN THE STATE OF FLORIDA.

|            | Cabot Dadeland Towers North 27 LLC (Name of Foreign Limited Liability Company)   |
|------------|--|
| 2          | Delaware 3 N/A   |
| <u>-</u>   | Delaware (Jurisdiction under the law of which foreign limited liability company is organized)  3. N/A (FEI number, if applicable)  |
| 1          | 10/29/04 5. Perpetual  |
| •          | (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, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)  |
| 7.         | c/o National Corporate Research, Ltd.  |
|            | 615 South Dupont Highway, Dover, DE 19901  |
|            | (Street Address of Principal Office)   |
| ١ <u>.</u> | If limited liability company is a manager-managed company, check here  |
| )_         | The name and usual business addresses of the managing members or managers are as follows:  |
|            | Frederick Stangl, 1915 1/2 Vestal Ave., Los Angeles, CA 90026  |
|            |  |
|            | Alice Stangl, 1915 1/2 Vestal Ave., Los Angeles, CA 90026  |
|            | Alice Stangl, 1915 1/2 Vestal Ave., Los Angeles, CA 90026  |
| e          | Alice Stangl, 1915 1/2 Vestal Ave., Los Angeles, CA 90026  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under each of the translator must be submitted.)  |
| ar         | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a   |
| ar         | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.)   |
| e<br>ar    | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.)  Nature of business or purposes to be conducted or promoted in Florida:   Ownership   |
| ar         | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.)  Nature of business or purposes to be conducted or promoted in Florida:  Ownership  in real estate.  Signature of a member or an authorized representative of a member. |
| e          | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.)  Nature of business or purposes to be conducted or promoted in Florida:  Ownership in real estate.   |

Typed or printed 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.

| 1. The name of the Limited Liability Company is:  Cabot Dadeland Towers North 27 LLC |  |                                      |  |  |  |
|--|--|--------------------------------------|--|--|--|
| 2. The name an   | d the Florida street address of t                | the registered agent and office are: |  |  |  |
|  | National Corporate Resea                         | rch, Ltd.,Inc.                       |  |  |  |
|  |  | (Name)                               |  |  |  |
|  | 130 N Meridan Street                             |                                      |  |  |  |
|  | Florida Street Address (P.O. Box NOT ACCEPTABLE) |                                      |  |  |  |
|  | Tallahassee                                      | FL 32301                             |  |  |  |
|  |  | 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.

NATIONAL CORPORATE RESEARCH, LTD.,INC.

By: Nayul farally (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

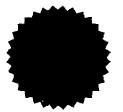
PAGE 1

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CABOT DADELAND TOWERS NORTH 27 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 FIRST DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CABOT DADELAND TOWERS NORTH 27 LLC" WAS FORMED ON THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2004.

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



Warriet Smith Hindson Harriet Smith Windson, Secretary of State

AUTHENTICATION: 3446512

DATE: 11-01-04

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