DEC-20-2004 15 Division of Corp Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000249061 3)))

RE

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet. DIVISION OF CORPORATION

To:

Division of Corporations

Fax Number

: (850)205-0303

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092 Fax Number : (850)222-9428

FOREIGN LIMITED LIABILITY COMPANY

Melbourne Beach Suites Development LLC

Certificate of Status	1
Certified Copy	1
Page Count	#5
Estimated Charge	\$160.00

Whenchier Piles, March

Composition Fillings



FLORIDA DEPARTMENT OF STATE Glanda E. Hood Secretary of State

December 20, 2004

CT CORFORATION SYSTEM

SUBJECT: MELBOURNE BEACH SUITES DEVELOPMENT LLC

REF: W04000046324

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges Document Specialist FAX Aud. #: H04000249061 Letter Number: 204A00070565

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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIBERATY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

2. Delaware Clarification under the law of which foreign limited hability (FEI number, if applicable)		(Name of Foreign Limited	Li	ibility Company)		
(Justidition under the law of which foreign limited hability (FEI number, if applicable) (Oare of Organization) (Date disk particular (Duranton Verificated Hability company will usage to exist of "perpetual") (Date disk particular displayed company will usage to exist of "perpetual") (See sections 608,501 & 608,502 F S to determine perulity liability) 7. 45 W Prospect Avenue, State 1500, Claveland, OH 44115 (Street Audress of Principal Office) 8. If Himited Hability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows. Bellboy, Inc., Guildhair Building, 45 W Prospect Avenue, Suite 1500, Claveland, OH 44115 10. Ameried is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the justicean under the law of which it is originaled. (A photocopy stot acceptable) [The certificate is in a foreign language, a translation of the certificate index on the first teather of the translation of the certificate in particle of promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities To Develop, sell and own Hotel Condominium and Hotel/condominium facilities To Develop, the interest and the resonance of programment facts state heater facts to the development of the development of the granted and treasurer Typed or printed name of signee	2 Delaware		3	Applied For		
(Care of Organization) (Duration Year Immed Jirbuley company with wease to exist or "perpetual") 6. Upon Fitting of this Application (Oute flict carriaged business in Florida, if prior to registration) (See sections 608,501 & 608,502 FS to determine penalty liability) 7. 45 W Prospect Avenue, State 1500, Cleveland, OH 44115 (Street Audress of Principal Office) 8. if Jimmed liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managery are as follows. Bellboy, Inc., Guildhait Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Americal is an original certificate of existence, no more than 90 days old, duly suphenicated 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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develon, sell and own Hotel Condominium and Hotel/condominium facilities Signafure of a member or an authorized representative of a member. In additional condense under use penalties of perjusy that the facts stated herein are true: By Bellboy, Inc., itable member, Ry June L. Rienter, Vice President and Treasurer Typed or printed name of signee	(Jurisdiction under the		_		-	
(Care of Organization) (Duration Year Immed Jirbuley company with wease to exist or "perpetual") 6. Upon Fitting of this Application (Oute flict carriaged business in Florida, if prior to registration) (See sections 608,501 & 608,502 FS to determine penalty liability) 7. 45 W Prospect Avenue, State 1500, Cleveland, OH 44115 (Street Audress of Principal Office) 8. if Jimmed liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managery are as follows. Bellboy, Inc., Guildhait Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Americal is an original certificate of existence, no more than 90 days old, duly suphenicated 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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develon, sell and own Hotel Condominium and Hotel/condominium facilities Signafure of a member or an authorized representative of a member. In additional condense under use penalties of perjusy that the facts stated herein are true: By Bellboy, Inc., itable member, Ry June L. Rienter, Vice President and Treasurer Typed or printed name of signee	4 12/14/2004		5	perperual		
(Date first transacted business in Florida, if prior to registration) (See sections 608,501 & 608,502 F S to determine penalty liability) 7. 45 W Prospect Avenue, Suite 1500, Cirvaland, OH 44115 (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 fullows. Bellboy, Inc., Guildhall Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Anached is an original certificate of existence, no more than 90 days old, duly surhemicated 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 each of the translation matter the law of which it is organized. 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium facilities. To Develop, sell and own Hotel Condominium facilities. To Develop and the section folks a facility facility for the section of the development concepture. The Bollow is a section for the section of the development concepture. The Bollow is the section of the section of the development concepture.		of Organization)		(Duration: Year limited liability company will usuate to	-	
(See sections 608,501 & 608,502 F S to determine penalty hability) 7. 45 W Prospect Avenue, Suite 1500, Cleveland, OH 44115 (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. Bellboy, Inc. Guildhait Building, 45 W Prospect Avenue, Suita 1500, Cleveland, OH 44115 10. Anached is an original certificate of existence, no more than 90 days old, duly authemicated 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 threign language, a translation of the certificate under each of the translation matrix be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. 12. Clear Robert Signafure of a member or an authorized representative of a member. (In accordance with section ofts defails), F.9. the execution of this document constitutes an affirmation under the penalties of portury that the facts stated better fact true.) By Bellboy, Inc. itsable member, Ry Jurie L. Richter, Vice President and Treasurer Typed or printed name of signare	6. Upon Filing of this A	tppl/carion				
(Street Audress of Principal Office) 8. If Jimited 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. Bellboy, Inc. Guildhair Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Americal is an original certificate of existence, no more than 90 days old, thily authemicated 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 translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signsfure of a member of a natural of soft of the document constraints an affirmation under the penditure of popusy that the facts stated better fact true.) By Bellboy, Inc., its soft member, Ry. Juste L. Richter, Vice President and Treasurer Typed or printed name of signice					•	
(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 managery are as follows. Beliboy, Inc, Guildhair Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Americal is an original certificate of existence, no more than 90 days old, thily sunhemicated by the official having custody of records in the jurisdoction under the law of which it is organized. (A photocopy is not accompable. If the certificate is in a foreign language, a translation of the certificate under outh of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develon, sell and own Hotel Condominium and Hotel/condominium facilities To Develon, sell and own Hotel Condominium and Hotel/condominium facilities Signature of a member or an authorized representative of a member. (In accordance with section 60% 404(3), f.3. the occurring the facts stated herein at true;) By Bellboy, Inc., itsself member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	7 45 W Prospect Aven			a account penalty havenly)		
8. If Jimited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managery are as follows. Bellboy, Inc. Guildhait Building. 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Amached is an original certificate of existence, no more than 90 days old, duly authemicated 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 threign 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: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. By Bellboy, Inc., itssale member, By Julie L. Rienter, Vice President and Treasurer Typed or printed name of signee.	^· 				•	
8. If Jimited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managery are as follows. Bellboy, Inc. Guildhait Building. 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Amached is an original certificate of existence, no more than 90 days old, duly authemicated 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 threign 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: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. By Bellboy, Inc., itssale member, By Julie L. Rienter, Vice President and Treasurer Typed or printed name of signee.		/C		2		
9. The name and usual business addresses of the managing members or managers are as follows. Bellboy, Inc, Guildhall Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Anached is an original certificate of existence, no more than 90 days old, duly anthemicated 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 onth of the unasknormust be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In accordance with section 60s 404(3), F.3. the execution of this document conclusion and firmation under the penductor of properly that the facts stated herein are true.) By Bellboy, Inc., itsself member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee		(Street Mades:	7 01	Frincipal Office)		
Betlboy, Inc, Guildhait Building, 45 W. Prospect Avenue, Suite 1500, Cleveland, OH 44115 10. Anached is an original certificate of existence, no more than 90 days old, duly authemicated 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 cash of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Floret Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In academic with section 808 408(3), f. 9 the execution of this document constitutes an affirmation under the penditue of popury that the first state herein fact true: By Bellboy, Inc., itssole member, By Juhe L. Richter, Vice President and Treasurer Typed or printed name of signee	8. If limited liability	company is a manager-manager	d c	ornpany, check here 🔲		
10. Anached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisduction 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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signsfure of a member or an authorized representative of a member. (In accordance which section 60% 40%(3), F.S., the execution of this document constitutes an affirmation under the pendium of polytry that the facts stated herein are true.) By Beltboy, Inc., itsself member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	9. The name and use	ial business addresses of the mai	กลมู	ing members or managers are as follows.		
10. Anached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisduction 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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signsfure of a member or an authorized representative of a member. (In accordance which section 60% 40%(3), F.S., the execution of this document constitutes an affirmation under the pendium of polytry that the facts stated herein are true.) By Beltboy, Inc., itsself member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	Ballbor, Inc. Guildh	all Building AS Uf Broomer duming	Č., 5	- 1800 Charling OH as 116		
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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In secondance with section 608-408(3), F.9., the execution of this document constitutes an affirmation under the penalties of porture that the facts stated herein are true.) By Bellboy, Inc., itssele member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	netidoy, the, element	an Danding, 45 w. Prospect Avenue,	- 3 411	8 1500, Clevelyid, Ori 441 (5		
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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In secondance with section 608-408(3), F.9., the execution of this document constitutes an affirmation under the penalties of porture that the facts stated herein are true.) By Bellboy, Inc., itssele member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee						
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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In secondance with section 608-408(3), F.9., the execution of this document constitutes an affirmation under the penalties of porture that the facts stated herein are true.) By Bellboy, Inc., itssele member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	•		_		•	
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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In secondance with section 608-408(3), F.9., the execution of this document constitutes an affirmation under the penalties of porture that the facts stated herein are true.) By Bellboy, Inc., itssele member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	<u> </u>					
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 each of the translation must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To Develop, sell and own Hotel Condominium and Hotel/condominium facilities. Signature of a member or an authorized representative of a member. (In secondance with section 608-408(3), F.9., the execution of this document constitutes an affirmation under the penalties of porture that the facts stated herein are true.) By Bellboy, Inc., itssele member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	10. Anached is an original	certificate of existence, no more than 90	day	s old, duly authenticated by the official having custody of rec	ords in	
To Develop, sell and own Hotel Condominium and Hotel/condominum facilities To Develop, sell and own Hotel Condominium and Hotel/condominum facilities Signature of a member or an authorized representative of a member. (In secondance with section 608 408(3), F.9., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) By Bellboy, Inc., its sole member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee	the jurisaicann under the l	ew of which it is organized. (A photocop	py is	not acceptable. If the certificate is in a foreign language, a	_	
To Develop, sell and own Hotel Condominium and Hotel/condominium facilities Lackt. Signsfure of a member or an authorized representative of a member. (In secondance with section 608 408(3), F.S., the execution of this document constitutes an affirmation under the penalties of portury that the facts stated herein are true.) By Bellboy, Inc., itssole member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signce	translation, of the campical	! Under outh of the translator must be sub	e ya jir	rd)		
Signstare 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 determine true; By Bellboy, Inc., itssole member, By Julie L. Rienter, Vice President and Treasurer Typed or printed name of signce	11. Nature of busine	ss or purposes to be conducted o	r þ	romoted in Florida:		
Signstare 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 determine true; By Bellboy, Inc., itssole member, By Julie L. Rienter, Vice President and Treasurer Typed or printed name of signce	To Dev	elon, sell and own Hotel Condo	ımi	nium and Hotel/condominum facilities $\exists c$	0	
Signst are 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; By Bellboy, inc., itssole member, By Julie L. Rienter, Vice President and Treasurer Typed or printed name of signce		Λ		7-4	10 t	
(In seabource with section 608 403(3), F.S., the execution of this document constitutes an affirmation under the penalties of portury that the facts stated herein are true; By Beliboy, Inc., itssole member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signee			ıthı	prized representative of a member	C	Ţ
By Bellboy, Inc., itssole member, By Julie L. Richter, Vice President and Treasurer Typed or printed name of signce		(In accordance with section 608 408(3), F	9	the execution of this document constitutes	7	=
Typed or printed name of signce				, and a second s	P	\Box
PDI) TO ONCORP C TO SYNTH DEEP	and a second second					U
	Levits addition of a physical pitting					

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.

THE STATE OF THE S	States Development LLC			·
2. The name an	d the Florida street address	of the registered at	sent and office are.	
		Corporanon System		
	,	(Name)		
	1300	South Pine Island Ros	đ	
	Florida Street Add	10% 40g Q d) 549 pt	acceptable)	
	Piantation	F1_	33324	
		City/Stetc/Zip		
	ned as registered agent and t at the place designated in the	his certificate, I her	eby accept the appointme	nt as register
liability company agent and agree relating to the pr	to act in this capacity. I furti Oper and complete performa Position as registered a g ent	ince of my duties, as	id I am familiar with and	accept the
liability company agent and agree relating to the pr	to act in this capacity. I furti oper and complete performa	ince of my duties, as	nd I am familiar with and Chapter 608, Florida Stal	accept the

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MELBOURNE BEACH SUITES DEVELOPMENT 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 PIFTEENTH DAY OF DECEMBER, A.D. 2004.



3896155 0300

040903463

Warriet Smith Hindan
Harrier Smith Windson, Secretary of Scarce

arrac singly evinusor, secretary or some

AUTHENTICATION: 3549197

DATE: 12-15-04