

M05000002805

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

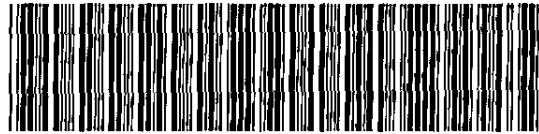
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FILE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

05 MAY 25 PM 12:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 388090 7179941  
AUTHORIZATION : *Patricia Piquero*  
COST LIMIT : \$ 125.00

FILED  
05 MAY 25 PM 12:55  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

ORDER DATE : May 23, 2005  
ORDER TIME : 9:29 AM  
ORDER NO. : 388090-015  
CUSTOMER NO: 7179941  
CUSTOMER: Denise Seldman Benun, Esq.  
Aronauer, Goldfarb, Re &  
17 Floor  
444 Madison Avenue  
New York, NY 10022

FOREIGN FILINGS

NAME: BRANDON OF MIAMI, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

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

APPLICATION BY FOREIGN LIMITED 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 FLOIRDA.

FILED  
05 MAY 25 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Brandon of Miami, 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. April 26, 2005  
(Date of Organization)
5. December 31, 2060  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. Principle Place of Business:  
c/o Michael Scher, 66 Wellington Avenue, New Rochelle, New York 10804
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:  
Michael Scher, 66 Wellington Avenue, New Rochelle, New York 10804  
Jan Burman, Burman Properties, 2545 Hempstead Turnpike, Suite 401,  
East Meadow, New York 11554  
Charles Greenman, 333 Andrews Lane, Princeton, New Jersey 08540
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:
  - (i) to acquire a membership interest in and act as a managing member of Brandon of B, a New York limited liability company ("Borrower"), which is engaged solely in the ownership,

operation and management of the real estate project known as 12000 Biscayne Blvd., located in Miami, Florida (the "Property"), pursuant to and in accordance with this Certificate of Formation and the Borrower's Articles of Organization; and

- (ii) to engage in such other lawful activities permitted to by the Limited Liability Company Laws of the State of Delaware as are incidental, necessary or appropriate to the foregoing.

Dated: New York, New York  
May 23, 2005

BRANDON OF MIAMI, LLC

By: 

Michael Scher

**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:

BRANDON OF MIAMI, LLC

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

Corporation Service Company

(Name)

1201 Hays 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.*

Corporation Service Company

By: Judith S. Blancett

(Signature)

**Judith S. Blancett  
as its 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

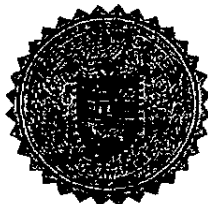
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRANDON OF MIAMI, 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 MAY, A.D. 2005.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRANDON OF MIAMI, LLC" WAS FORMED ON THE TWENTY-SIXTH DAY OF APRIL, A.D. 2005.



3961010 8300

050430449

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3902561

DATE: 05-24-05