

05 JUN -9 13:43

001 P00 /006 F-373

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.

((H05000137127 3)))

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

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : Attn: Diane Cushing
Account Number : Berman Rennert Vogel & Mandler, PA
Phone : 076103002011
Fax Number : (305)577-4177
Fax Number : (305)373-6036

FOREIGN LIMITED LIABILITY COMPANY

Carillon North Holdco LLC

Certificate of Status	1
Certified Copy	1
Page Count	01-3
Estimated Charge	\$160.00

FILED
2005 JUN -9 9 36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

**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 a foreign limited liability company to transact business in the State of Florida:

1. The name of the limited liability company is: **CARILLON NORTH HOLDCO LLC**
2. The limited liability company was incorporated under the laws of the State of Delaware on **June 3, 2005.**
3. The date the limited liability company first transacted business in Florida was on **June 3, 2005.**
4. The duration of the limited liability company is perpetual.
5. The mailing address of the limited liability company is: **400 Arthur Godfrey Road, Miami Beach, Florida 33140.**
6. The purpose of the limited liability company is to engage in any lawful act or activity for which limited liability companies may be organized under the State of Delaware and as permitted in the State of Florida.
7. The name and address of the registered agent and registered office of the limited liability company in the State of Florida is:

Registered Agents of Florida, LLC
100 Southeast Second Street, Suite 2900
Miami, Florida 33131-2130

8. Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this application, 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.

REGISTERED AGENTS OF FLORIDA, LLC

By: Howard J. Vogel, Vice President

9. Attached is a certificate of good standing duly authenticated not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State of Delaware.
10. Names and Addresses of Managing Members/Managers of the limited liability company:

Name	Title	Address
Carillon Miami Beach Holding LLC	Managing Member	400 Arthur Godfrey Road, Miami Beach, Florida 33140

IN WITNESS WHEREOF, the undersigned member has duly executed this application this 2 day of June 2005.

CARILLON MIAMI BEACH HOLDING LLC

By: Erio Sheppard
Name: Erio Sheppard
Title: Authorized Representative

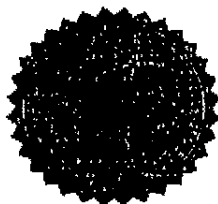
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARILLON NORTH HOLDCO 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 SEVENTH DAY OF JUNE, A.D. 2005.

FILED
2005 JUN -9 A 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3979904 8300
050465180

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3930644

DATE: 06-07-05