

07/11/2005 15:28

8538785926

CT CORPORATION SYSTEM

PAGE 01/05

Division of Corporations

Page 1 of 1

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.

(((H05000167204 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 : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

RECEIVED
05 JUL 11 PM 4:11
DIVISION OF CORPORATION

WL 07/12/05

FOREIGN LIMITED LIABILITY COMPANY

Tides Real Estate, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUL 11 AM 9:30

FILED

Electronic Filing Mark

Corporate Filing

Public Access Mark

Sp

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Three Real Estate, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Anthony S. Young, Esq.
(Name of Person)

Paul, Hastings, Janofsky & Walker LLP
(Firm/Company)

515 So. Flower Street, 25th Floor
(Address)

Los Angeles, CA 90071
(City/State and Zip Code)

For further information concerning this matter, please call:

Anthony S. Young, Esq. at 213 833-5145
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gulf Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32344

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$135.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

FILED
 05 JUL 11 AM 9:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 605.50, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. TIME REAL ESTATE, 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. June 27th 2005

(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 604.301 & 604.302 F.S. to determine penalty liability)

7. 1920 Ocean Drive, Miami Beach, FL 33140

(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:

Kor Dev XV, LLC

5750 Wilshire Blvd., Suite 500

Los Angeles, CA 90036

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: Owner of a hotel.

Jeffrey Smith
Signature of member or an authorized representative of a member.
(In accordance with section 604.406(1), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Jeffrey Smith, Manager of Kor Dev XV, LLC, Manager of Applicant

Type or printed name of signer

FILED
05 JUL 11 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07/11/2005 15:28 8508785926
07/11/2005 09:47 2136149179

CT CORPORATION SYSTM

PAGE 04/05
PAGE 04/05

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:

Wides Real Estate, LLC

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

C T Corporation System

(Name)

1400 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

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.

C T Corporation System

TARA C. COFER
ASSISTANT SECRETARY

By: [Signature]

(Signature)

\$100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

FILED
05 JUL 11 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07/11/2005 15:28 8508785926
07/11/2005 09:47 2135149179

LECT CORPORATION SYSTM

PAGE 05/05

PAGE 05/05

FROM CORPORATION TRUST WILM. TEAM #2

(FRI) 7. 8'05 19:17/ST. 19:16/NO. 4863796389 P 2

Delaware

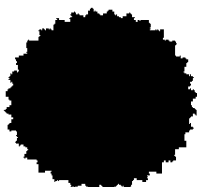
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIDES REAL ESTATE, 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 EIGHTH DAY OF JULY, A.D. 2005.

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

FILED
05 JUL 11 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3989875 8300

050569480

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4009000

DATE: 07-08-05