

11/07/2005 19:00 FAX 0057892400

STEARNS WEAVER MILLER

0001/004

Division of Corporations

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**M05000006228**

Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

**M05-6228**

**FOREIGN LIMITED LIABILITY COMPANY**

One Flagler Development, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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05 NOV -8 AM 7:51

DIVISION OF CORPORATIONS

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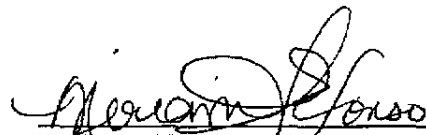
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**APPLICATION BY ONE FLAGLER DEVELOPMENT, LLC  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with Section 608.503 of the Florida Limited Liability Company Act, One Flagler Development, LLC, a Delaware limited liability company (the "Company"), submits the following to register as a foreign limited liability company authorized to transact business in the State of Florida.

1. The name of the Company is One Flagler Development, LLC.
2. The Company was formed under the laws of the State of Delaware on October 19, 2005.
3. The Company's federal identification number is 20-3727474.
4. The Company shall have a perpetual existence.
5. The Company shall commence business in the State of Florida upon the filing and acceptance of this Application for Authorization to Transact Business.
6. The Company's principal office and mailing address is 3814 N.E. Miami Court, Miami, Florida 33137.
7. The Company is a manager-managed company. The name and usual business address of the initial managers of the Company are Michael Gindi, 3814 N.E. Miami Court, Miami, Florida 33137, Jeremy Green, 3814 N.E. Miami Court, Miami, Florida 33137, Eli Weinstein, 3814 N.E. Miami Court, Miami, Florida 33137.
8. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State of Delaware.
9. The nature of business or purpose of the Company to be conducted or promoted in Florida is the transaction of any and all lawful business.

IN WITNESS WHEREOF, the undersigned authorized person has executed this Application for Qualification to Transact Business in Florida.

  
Miriam Alfonso, Authorized Person

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.507 of the Florida Limited Liability Company Act, One Flagler Development, LLC, a Delaware 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 Company is One Flagler Development, LLC.
2. The name and Florida street address of the registered agent and office are:

Chava E. Genet  
Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as registered agent and to accept service of process for One Flagler Development, LLC, 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.



Chava E. Genet, Registered Agent

# Delaware

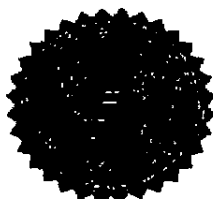
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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONE FLAGLER 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 TWENTIETH DAY OF OCTOBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ONE FLAGLER DEVELOPMENT, LLC" WAS FORMED ON THE NINETEENTH DAY OF OCTOBER, A.D. 2005.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4239843

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DATE: 10-20-05