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Division of Corporations

Page 1 of 1

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Florida Department of State
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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

FLORIDA/FOREIGN LIMITED LIABILITY CO.

EW Sunvest Development, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
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**APPLICATION BY EW SUNVEST DEVELOPMENT, LLC
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with Section 608.503 of the Florida Limited Liability Company Act, EW Sunvest 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 EW Sunvest Development, LLC.
2. The Company was formed under the laws of the State of Delaware on February 3, 2006.
3. The Company's federal identification number is applied for.
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 425 N. Federal Highway, Hallandale, Florida 33009.
7. The Company is a manager-managed company. The names and usual business addresses of its managers are:

Herbert Hirsch	425 N. Federal Highway Hallandale, Florida 33009
Harvey Birdman	425 N. Federal Highway Hallandale, Florida 33009
Louis Birdman	425 N. Federal Highway Hallandale, Florida 33009
Beth L. Peoples	2711 Centerville Road, Suite 400 Wilmington, Delaware 19808
Suzanne M. Hay	2711 Centerville Road, Suite 400 Wilmington, Delaware 19808

8. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State of Delaware.

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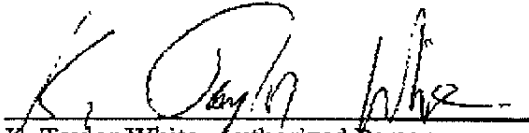
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9. The nature of business or purpose of the Company to be conducted or promoted in Florida is the transaction of any and all lawful business.

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


K. Taylor White, Authorized Person

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


Pursuant to the provisions of Section 608.507 of the Florida Limited Liability Company Act, EW Sunvest 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 EW Sunvest Development, LLC
2. The name and Florida street address of the registered agent and office are

K. Taylor White
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 EW Sunvest 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.


K. Taylor White, Registered Agent

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Delaware

PAGE 1

The First State

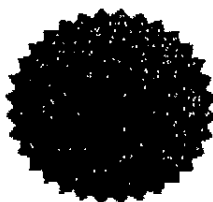
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EW SUNVEST DEVELOPMENT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF FEBRUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EW SUNVEST DEVELOPMENT, LLC" WAS FORMED ON THE THIRD DAY OF FEBRUARY, 2006.

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

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ALAN H. SHELTON, JR.
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4500677

DATE: 02-06-06

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