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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

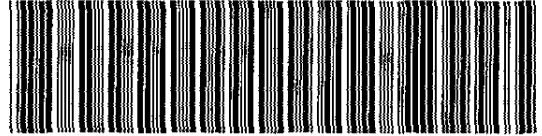
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2006 MAR -6 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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06 MAR -6 AM 9:17
CLERK OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Sonstate Research
Requester's Name

Address

City/State/Zip

Phone #

6056-5454

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. BRE/Cocoa Beach Owner
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in
☐ Mail out

☐ Pick up time
☐ Will wait

☐ Photocopy

☒ Certified Copy
☒ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☒ Not for Profit
- ☒ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

2000 MAR -6 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
OF
BRE/COCOA BEACH OWNER L.L.C.**

FILED
2006 MAR -6 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, 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:*

I. NAME

The name of the foreign limited liability company is **BRE/COCOA BEACH OWNER L.L.C.**

II. JURISDICTION

The jurisdiction under the law of which the foreign limited liability company is organized is Delaware.

III. FEDERAL EMPLOYER IDENTIFICATION NUMBER

A federal Employer Identification Number for the foreign limited liability company is being applied for.

IV. DATE OF ORGANIZATION

The date of organization of the foreign limited liability company is February 24, 2006.

V. DURATION

The duration of the foreign limited liability company is perpetual.

VI. TRANSACTION OF BUSINESS IN FLORIDA

The foreign limited liability company has yet to transact business in Florida.

VII. STREET ADDRESS

The street address of principal office of the foreign limited liability company is as follows:

c/o Blackstone Real Estate Acquisitions V L.L.C.
345 Park Avenue, 31st Floor
New York, New York 10154

VII. MANAGEMENT

The foreign limited liability company is a member managed company.

IX. NAME AND ADDRESS OF MANAGER

The name and usual business address of the sole managing member is as follows:

BRE/Florida Portfolio L.L.C.
c/o Blackstone Real Estate Acquisitions V L.L.C.
345 Park Avenue, 31st Floor
New York, New York 10154

X. CERTIFICATE OF EXISTENCE

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.

XI. NATURE OF BUSINESS


The nature of business or purposes to be conducted or promoted in Florida is hotel ownership and operation.

XII. REGISTERED AGENT AND OFFICE

The name and address of the registered agent of the limited liability company in the State of Florida are:

Corporation Company of Miami
c/o JDW
201 S. Biscayne Blvd.
1500 Miami Center
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned has executed this Application By Foreign Limited Liability Company For Authorization To Transact Business In Florida on this 28 day of February, 2006.



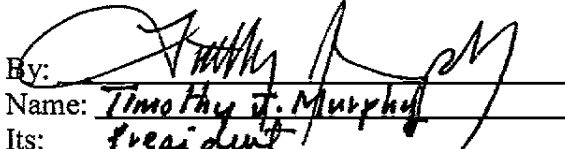
Caylin E. DeBlasio, Authorized Representative

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company at the address designated in the articles of organization pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Date: February 28, 2006

Corporation Company of Miami

By: 
Name: Timothy J. Murphy
Its: President

Delaware

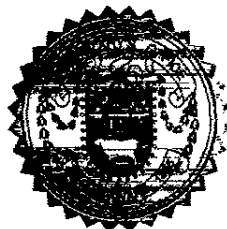
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRE/COCOA BEACH OWNER L.L.C." 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 SECOND DAY OF MARCH, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRE/COCOA BEACH OWNER L.L.C." WAS FORMED ON THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2006.

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



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4562897

DATE: 03-02-06