

M060000002434

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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Account Name : C T CORPORATION SYSTEM
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FLORIDA/FOREIGN LIMITED LIABILITY CO

WATERLOFTS LP MB, LLC

Certificate of Status	2
Certified Copy	2
Page Count	04
Estimated Charge	\$195.00

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DIVISION OF CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Help

Up

**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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. WATERLOFTS LP MB, LLC

(Name of Foreign Limited Liability Company)

2. Delaware(Jurisdiction under the law of which foreign limited liability
company is organized)**3. N/A**

(FEI number, if applicable)

4. April 26, 2006

(Date of Organization)

5. Perpetual(Duration: Year limited liability company will cease to
exist or "perpetual")**6. N/A**(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)**7. 18851 NE 29 Avenue, Suite 1011****Aventura, FL 33180**

(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:****Waterlofts LP Holdings, LLC, a Delaware limited liability company****18851 NE 29 Avenue, Suite 1011****Aventura, FL 33180**

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.)

Ownership of a 49% limited

11. Nature of business or purposes to be conducted or promoted in Florida: partnership interest in a limited**partnership that owns and manages certain real property, and conducting all activities related thereto**

Signature of a member or an authorized representative of a member.
(In accordance with section 608.403(2), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

Gilbert Benhamon, Authorized Representative

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**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:

WATERLOFTS LP MB, LLC

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

Gilbert Benhamou

(Name)

18851 NE 29 Avenue, Suite 1011

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

Aventura, FL 33180

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.

(Signature)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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

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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 "WATERLOFTS LP MS, 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 TWENTY-SEVENTH DAY OF APRIL, A.D. 2006.

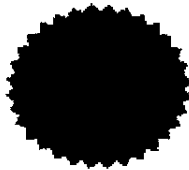
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WATERLOFTS LP MS, LLC" WAS FORMED ON THE TWENTY-SIXTH DAY OF APRIL, A.D. 2006.

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

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TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4701428

DATE: 04-27-06