

Florida Department of State

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

From:
Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

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JANET N. HARRIS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

PORTFOLIO REAL ESTATE PALM BAY, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Portfolio Real Estate Palm Bay, LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-4624890
(FEI number, if applicable)
4. 05/04/2006
(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. c/o Lakestar Management, 4583 Highway 9 North
Howell NJ 07731
(Street Address of Principal Office)

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8. If limited liability company is a manager-managed company, check here ☒

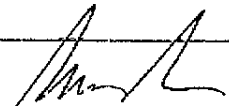
9. The name and usual business addresses of the managing members or managers are as follows:

<u>Menashe Frankel</u>	<u>c/o Lakestar Management</u>	<u>4583 Highway 9 North, Howell</u>	<u>NJ</u>	<u>07731</u>
<u>Yechezkel Frankel</u>	<u>c/o Lakestar Management</u>	<u>4583 Highway 9 North, Howell</u>	<u>NJ</u>	<u>07731</u>
<u>See Attached Sheet</u>				

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:

To acquire, own, operate and manage real property


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Menashe Frankel
Typed or printed name of signee

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ATTACHMENT TO APPLICATION FOR REGISTRATION
OF FOREIGN LIMITED LIABILITY COMPANY OF
PORTFOLIO REAL ESTATE PALM BAY, LLC

Shira Thau
% Lakestar Management
4583 Highway 9 North
Howell, NJ 07731

Bruce Jacobi
% National Corporate Research, Ltd.
225 West 34th Street
New York, NY 10122

Colleen DeVries
% National Corporate Research, Ltd.
225 West 34th Street
New York, NY 10122

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DIVISION OF CORPORATE AND BUSINESS SERVICES

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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:

Portfolio Real Estate Palm Bay, LLC

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

National Corporate Research, Ltd., Inc.

(Name)

515 East Park Avenue

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

Tallahassee

FL

32301

City/State/Zip

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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)

Karen McKeown - Assistant Secretary
National Corporate Research, Ltd.

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\$ 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

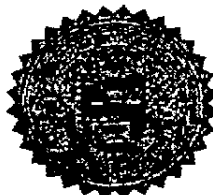
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PORTFOLIO REAL ESTATE PALM BAY, 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 ELEVENTH DAY OF MAY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PORTFOLIO REAL ESTATE PALM BAY, LLC" WAS FORMED ON THE FOURTH DAY OF MAY, 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: 4738348

DATE: 05-11-06

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