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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sonstate Research

Requester's Name

Address

City/State/Zip

Phone #

686-5454

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

1. East Bridge Mall L.L.C.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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NEW FILINGS

☐ Profit

☐ Not for Profit

☒ Limited Liability

☐ Domestication

☐ Other

Foreign

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

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TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
OF
EAST BRIDGE MALL L.L.C.**

*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 EAST BRIDGE MALL 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 65-0788100.

IV. DATE OF ORGANIZATION

The date of organization of the foreign limited liability company is November 17, 2004.

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 Robert Rubenstein
Assistant General Counsel
LXR Luxury Resorts
595 S. Federal Highway
Suite 600
Boca Raton, FL 33432

VIII. MANAGEMENT

The foreign limited liability company is a manager-managed company.

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TALLAHASSEE, FLORIDA

IX. NAMES AND ADDRESSES OF MANAGERS

The names and usual business addresses of the managers are as follows:

Jonathan D. Gray c/o Robert Rubenstein Assistant General Counsel LXR Luxury Resorts 595 S. Federal Highway Suite 600 Boca Raton, FL 33432	Dennis J. McDonagh c/o Robert Rubenstein Assistant General Counsel LXR Luxury Resorts 595 S. Federal Highway Suite 600 Boca Raton, FL 33432
Gary M. Sumers c/o Robert Rubenstein Assistant General Counsel LXR Luxury Resorts 595 S. Federal Highway Suite 600 Boca Raton, FL 33432	Kenneth A. Caplan c/o Robert Rubenstein Assistant General Counsel LXR Luxury Resorts 595 S. Federal Highway Suite 600 Boca Raton, FL 33432
William J. Stein c/o Robert Rubenstein Assistant General Counsel LXR Luxury Resorts 595 S. Federal Highway Suite 600 Boca Raton, FL 33432	

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 12th day of ~~May~~ June, 2006.



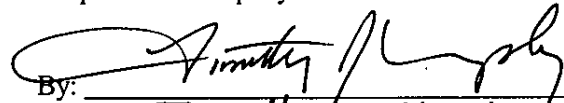
J. Donald Wasil, Authorized Representative

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: ~~May~~ ^{June} 12, 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 THAT "EAST BRIDGE MALL L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR REVOKED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF FORMATION, FILED THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2004, AT 1:50 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE NINTH DAY OF DECEMBER, A.D. 2004, AT 8:36 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TENTH DAY OF DECEMBER, A.D. 2004, AT 3 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "EAST BRIDGE MALL L.L.C.".

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EAST BRIDGE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3882782 8310

AUTHENTICATION: 4704511

060396102

DATE: 04-28-06

Delaware

PAGE 2

The First State

MALL L.L.C." WAS FORMED ON THE SEVENTEENTH DAY OF NOVEMBER, A.D.
2004.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3882782 8310

AUTHENTICATION: 4704511

060396102

DATE: 04-28-06

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EAST BRIDGE MALL 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 TWENTY-EIGHTH DAY OF APRIL, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EAST BRIDGE MALL L.L.C." WAS FORMED ON THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2004.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3882782 8300

AUTHENTICATION: 4704515

060396109

DATE: 04-28-06