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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

2006 JUN 20 PM 4:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 192086 4311837

AUTHORIZATION

COST LIMIT : \$ 125.00

FILED
2006 JUN 20 PM 4:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : June 20, 2006

ORDER TIME : 3:22 PM

ORDER NO. : 192086-005

CUSTOMER NO: 4311837

FOREIGN FILINGS

NAME: APOPKA ASSOCIATES 2006 LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Doreen Wallace -- EXT# 2928

EXAMINER: _____

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES (THE "ACT"), THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. The name of the Foreign Limited Liability Company is Apopka Associates 2006 MB LLC (the "LLC").
2. The jurisdiction under the law of which the LLC is organized is Delaware.
3. The date of organization is April 27, 2006.
4. The duration of the LLC is perpetual.
5. The street address of the Principal Office is 9001 Congressional Court, Potomac, Maryland, 20854.
6. The LLC is member-managed.
7. The name and business addresses of the managing members or managers are as follows:

Apopka Associates 2006 MB LLC, 9001 Congressional Court, Potomac, Maryland
20854
8. 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.
9. The nature of the business or purposes to be conducted or promoted in Florida acquire, hold, maintain, improve, rehabilitate, operate, finance, refinance, lease and otherwise invest in, deal with and dispose of real property and all improvements located thereon, either directly or indirectly through ownership interests in joint ventures, partnerships, or other associations; to engage in any and all activities directly or indirectly related thereto; and to engage in any lawful act or activity for which limited liability companies may be organized under the Act.

Signature on following page

FILED
JUN 20 PM 4:47
2006
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APOPKA ASSOCIATES 2006 LLC, a Delaware
limited liability company

By: APOPKA ASSOCIATES 2006 MB LLC, a
Delaware limited liability company, its sole
member

By: Sandmar Properties I LLC, a Delaware
limited liability company, its sole member

By: 
Stephen J. Garchik, Manager

**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:

APOPKA ASSOCIATES 2006 LLC

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL 32301

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.

Corporation Service Company

By: Ann R. Shilling

(Signature)

Ann R. Shilling, Asst. VP

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

Delaware

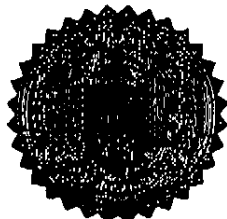
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APOPKA ASSOCIATES 2006 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 TWENTIETH DAY OF JUNE, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "APOPKA ASSOCIATES 2006 LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2006.



4149715 8300

060592051

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4840097

DATE: 06-20-06