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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 SEP 26 A 9

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DIVISION OF CORPORATION

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Harmony Plaza Investors, LLC

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

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

- 1. Harmony Plaza Investors, LLC  
(Name of Foreign Limited Liability Company)
- 2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 20-5584902  
(FEI number, if applicable)
- 4. 09/22/06  
(Date of Organization)
- 5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

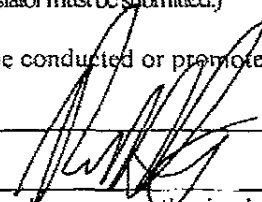
7. 6340 SUNSET DRIVE  
Miami, Florida 33143  
(Street Address of Principal Office)

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:  
Brickell Park, Inc., 6340 Sunset Drive, Miami, Florida 33143

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: \_\_\_\_\_  
Real Estate Investments

  
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.)  
Ronald R. Fieldstone, Authorized Representative  
Typed or printed name of signee

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 2006 SEP 26 A 9 16  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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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:

Harmony Plaza Investors, LLC

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

RONALD R. FIELDSTONE  
 (Name)

201 ALHAMBRA CIRCLE, STE 601.  
 Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

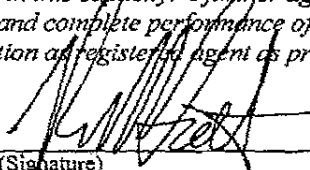
Coral Gables FL 33134  
 City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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)

- \$ 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 "HARMONY PLAZA INVESTORS, 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-SECOND DAY OF SEPTEMBER, A.D. 2006.



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060869883

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5062958

DATE: 09-22-06

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09 THU 09:38 AM Gordon Fournaris & Hanna

FAX NO. 3026521142

P. 02/02

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:30 AM 09/21/2006  
FILED 09:30 AM 09/21/2006  
SRV 060869883 - 4224120 FILE

**CERTIFICATE OF FORMATION  
OF  
HARMONY PLAZA INVESTORS, LLC**

The undersigned being an authorized person for purposes of executing this Certificate of Formation on behalf of HARMONY PLAZA INVESTORS, LLC a Delaware Limited Liability Company (the "LLC"), desiring to comply with the requirements of 6 Del. C. § 18-201 and the other provisions of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq. (the "Act"), hereby certifies as follows:

1. Name of the LLC. The name of the LLC is HARMONY PLAZA INVESTORS, LLC.
2. Registered Office and Registered Agent of the LLC. The name of the registered agent for service of process on the LLC in the State of Delaware is The First State Registered Agent Company. The address of the registered agent of the LLC and the address of the registered office of the LLC in the State of Delaware is 1915 Lovering Avenue, City of Wilmington, County of New Castle, Delaware 19806.

IN WITNESS WHEREOF, the undersigned hereby executes this Certificate of Formation in accordance with the provision of 6 Del. C. § 18-201 this 21ST day of SEPTEMBER, 2006.

  
EMMANUEL G. FOURNARIS, Authorized Person