

MO 7000000921

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

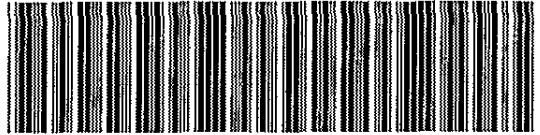
(Document Number)

Certified Copies 1 Certificates of Status 2

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TALLAHASSEE, FLORIDA

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**SEEGEL LIPSHUTZ & WILCHINS, P.C.**  
**ATTORNEYS AT LAW**

RICHARD L. SEEGEL  
DAVID M. LIPSHUTZ\*  
STEPHEN N. WILCHINS  
MICHAEL B. COSENTINO\*\*+  
DON J.J. CORDELL  
JEFFREY P. ALLEN  
WILLIAM A. DeVASHER, JR.\*\*  
SHERMAN H. STARR, JR.  
SUSAN DONALDSON NOVINS  
LINDA A. OUELLETTE

MOLLY COCHRAN  
IMELDA MONAGHAN  
ERIC B. GOLDBERG  
PATRICIA KEANE MARTIN  
LANA SULLIVAN+++  
JENNIFER LO\*\*\*  
NICHOLAS G. KERAMARIS

OF COUNSEL  
ERIC B. BRENNAN

February 8, 2007

*Federal Express Overnight*  
*Airbill No. 8565 5587 7740*

Florida Department of State  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**FILED**  
2007 FEB -9 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Re: Ponn Florida LLC**

Dear Sir/Madam:

We have enclosed herein for your review and further action, the following documents as they relate to the above-named LLC:

1. Two original Applications by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Two copies of the Certificate of Designation of Registered Agent/Registered Office;
3. One original certified copy of the Certificate of Formation of Ponn Florida LLC, issued by the Delaware Secretary of State on February 6, 2007;
4. Check for \$165.00 (application filing fee, designation of registered agent fee, certified copy fee and 2 certificates of status fee); and
5. Self-addressed, stamped overnight envelope.

The certified copy of the application filing and certificate of status are required for a closing scheduled for February 14, 2007. As such, we would very much appreciate it if you would kindly process the enclosed in an expedited manner and forward the certified copy and certificates of status

WELLESLEY OFFICE PARK, 20 WILLIAM STREET, SUITE 130, WELLESLEY, MASSACHUSETTS 02481-3803  
TELEPHONE: 781.237.4400 FACSIMILE: 781.235.2333 WEBSITE: WWW.SLWPC.COM

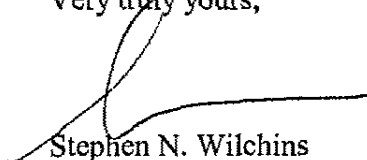
\*ALSO ADMITTED IN PENNSYLVANIA \*\*ALSO ADMITTED IN NEW YORK \*\*\*ALSO ADMITTED IN DISTRICT OF COLUMBIA, OREGON AND MARYLAND  
+ALSO ADMITTED IN DISTRICT OF COLUMBIA ++ALSO ADMITTED IN CONNECTICUT

Florida Department of State  
Division of Corporations  
Registration Section  
February 8, 2007  
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to us in the overnight envelope provided for your convenience.

Thank you for your attention to this matter. If you have any questions or further requirements, please do not hesitate to call us.

Very truly yours,



Stephen N. Wilchins

Enclosures

/vjt

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2007 FEB -9 P 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. Ponn Florida LLC  
(Name of Foreign Limited Liability Company)

2. Delaware 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. February 6, 2007 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. February 6, 2007  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 20 William Street, Suite 130, Wellesley, MA 02481  
(Street Address of Principal Office)

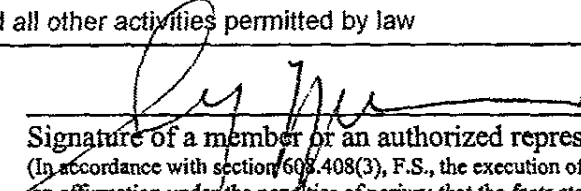
8. If limited liability company is a manager-managed company, check here ☒

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

Ponn Family LLC, 20 William Street, Suite 130, Wellesley, MA 02481

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 ownership and management and all other activities permitted by law

  
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.)

Stephen N. Wilchins

Typed or printed name of signee

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2007 FEB - 6 P 1:22  
SECRETARY OF STATE  
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:

Ponn Florida LLC

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

Capitol Corporate Services, Inc.		
<hr/>		
(Name)		
155 Office Plaza, Suite A		
<hr/>		
Florida Street Address (P.O. Box <b>NOT</b> ACCEPTABLE)		
Tallahassee	FL	32301
<hr/>		
City/State/Zip		

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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.*

Dellani Case, asst. sec.

(Signature)

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

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "PONN FLORIDA LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF FEBRUARY, A.D. 2007, AT 2:26 O'CLOCK P.M.

4297387 8100

070131805



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5413047

DATE: 02-06-07

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:26 PM 02/06/2007  
FILED 02:26 PM 02/06/2007  
SRV 070131805 - 4297387 FILE

### Certificate of Formation

### PONN FLORIDA LLC

The undersigned, an authorized natural person, in order to form a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Delaware Code § 18-101 *et seq.* (the "Act"), certifies as follows:

1. **Name of the Limited Liability Company:** The name of the limited liability company is Ponn Florida LLC (the "*Company*").
2. **Registered Office:** The Company's registered office required pursuant to §18-104 of the Act is: Capitol Services, Inc., 615 South DuPont Highway, Dover, County of Kent, Delaware 19901.
3. **Registered Agent for Service of Process:** The registered agent for service of process on the Company required pursuant to §18-104 of the Act is: Capitol Services, Inc., 615 South DuPont Highway, Dover, County of Kent, Delaware 19901.

In witness whereof, the undersigned has executed this Certificate of Formation as of this 6<sup>th</sup> day of February 2007.

  
Richard Ponn