

JUN. 20. 2007 5:58AM ions GREENBERG TRAURIG

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

SMRS/Florida Portfolio, LLC

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Transmittal Cover Sheet

TO Florida Secretary of State
Company Division of Corporations
Fax Number (850) 205-0383
Phone Number
FROM Heather Irving
File Number 065186.011600
Comments

Re: (((H07000162198 3)))

Attached please find Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida including Registered Agent Acceptance and Delaware Good Standing Certificate of SMRS/Florida Portfolio, LLC for filing. Please return a certified copy and a certificate of status with the filing confirmation.

Thank you for your assistance. Please contact me if you have any questions.

Date June 20, 2007
Time
No. Pages Including this cover sheet 5

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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. Name of Foreign Limited Liability Company:

SMRS/FLORIDA PORTFOLIO, LLC

2. Jurisdiction of its organization: Delaware

3. FEI Number: 26-0315173

4. Date of Organization: June 1, 2007

5. Duration: Perpetual

6. Date first transacted business in Florida: Upon qualification

7. Street Address of Principal Office:

12765 W. Forest Hill Blvd., Suite 1307

Wellington, FL 33414

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

9. The name and usual business address of the Managing Member is as follows:

BAINBRIDGE ISLAND CLUB PORTFOLIO, LLC, 12765 W. Forest Hill Blvd., Suite 1307, Wellington, Florida 33414

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.

11. Nature of business or purposes to be conducted or promoted in Florida: Any and all lawful business

By: _____

Jeffrey A. Deutch
Signature of a member or the authorized
representative of a member

Jeffrey A. Deutch, Authorized Representative
Typed or printed name of signer

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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:

SMRS/FLORIDA PORTFOLIO, LLC

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

Jeffrey A. Deutch, P.A.
7777 Glades Road, Suite 300
Boca Raton, Florida 33434

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.



Jeffrey A. Deutch, P.A.

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NO. 550

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMRS/FLORIDA PORTFOLIO, 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 FOURTH DAY OF JUNE, A.D. 2007.

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

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DIVISION OF CORPORATIONS
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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5725226

DATE: 06-04-07

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