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SECRETARY OF STATE DIVISION OF CORPORATIONS

COVER LETTER

| TO: Registration Section Division of Corporations | | | | | | |
|---|---|---|--|--|--|--|
| SUBJECT: | Palm Beach Dorchester Properties | s, LLC | | | | |
| (Name of Limited Liability Company) | | | | | | |
| Florida," Cer | | iability Company for Authorization to Transact Business in submitted to register the above referenced foreign limited | | | | |
| Please return | all correspondence concerning this | matter to the following: | | | | |
| | Roland M. Cavalier, Esq. | | | | | |
| | (Name of Person) | | | | | |
| | Tuczinski, Cavalier, Gilchrist & Collura, P.C. | | | | | |
| | (F | irm/Company) | | | | |
| | 54 State Street, Suite 803 | | | | | |
| | | (Address) | | | | |
| Albany, New York 12207 | | | | | | |
| (City/State and Zip Code) | | | | | | |
| For further in | nformation concerning this matter, p | ease call: | | | | |
| Rola | nd M. Cavalier, Esq. | at (518) 463-3990 | | | | |
| | (Name of Person) | (Area Code & Daytime Telephone Number) | | | | |
| MAILING ADDRESS: Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | | STREET ADDRESS: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 | | | | |
| | check for the following amount: 5.00 Filing Fee \$\sum \$\sum \text{\$\sum \text{\$\sin | | | | | |

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:

| | (Name of Foreign Limit | ted Lia | bility Company) | · — | |
|--------------------------------|---|----------|--|--------------|--------------|
| New York | | 3 | | | |
| (Jurisdiction to company is or | under the law of which foreign limited liabil rganized) | ity | (FEI number, if applicable) | | |
| 4. October 2 | 25, 2007 | 5. | Perpetual | | |
| | (Date of Organization) | | (Duration: Year limited liability company will exist or "perpetual") | cease to | |
| 6. <u>N/A</u> | (Date first transacted business in | n Flori | da if prior to registration) | | |
| | (See sections 608.501 & 608.502 | F.S. to | o determine penalty liability) | | |
| 7. <u>45 Ray R</u> | oad, Rexford, New York 12148 | | | | |
| | | | | | |
| | (Street Addi | ress of | Principal Office) | | |
| 8. If limited I | iability company is a manager-manag | ged co | ompany, check here | | |
| 9. The name a | and usual business addresses of the n | nanag | ing members or managers are as follows: | ; | |
| | | | | | • |
| Scott 1. Ea | arl, 45 Ray Road, Rexford, New York | 1214 | 18 | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | s old, duly authenticated by the official having custo | | s in |
| | nder the law of which it is organized. (A photo certificate under oath of the translator must be s | | s not acceptable. If the certificate is in a foreign lang ted.) | guage, a | |
| | Λ | | · |) and Duama. | |
| Nature of | business or purposes to be conducted | d or p | romoted in Florida: Own and Manage R | teal Proper | īy. |
| | | | | · | |
| | • / | 7 | | | |
| | Signature of a member or an | auth | orized representative of a member. | 07 | I,AID S |
| | (In accordance with section 608.408(3 | 3), F.S. | the execution of this document constitutes | DEC | SIOS SO3 |
| | an affirmation under the penalties of Scott T. Earl, Member | perjury | mat me racis stated netern are true. | C 24 | ETAI 1 OF |
| | Typed or prin | nted n | ame of signee | | NON C |
| | • | | | PH 12: | PON S |
| | | | | i > i | |

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: | |
|--|--|
| Palm Beach Dorchester Properties, LLC | |

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

| CT Corporation System | em |
|-----------------------|-----------------------------------|
| | (Name) |
| 1200 South Pine Isl | land Road |
| Florida Street | Address (P.O. Box NOT ACCEPTABLE) |
| Plantation | _{FL} 33324 |
| | City/State/Zin |

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.

Solvan R. Dindyal
Vice President

\$ 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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State of New York Department of State } ss:

I hereby certify, that PALM BEACH DORCHESTER PROPERTIES, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/25/2007, and that the Limited Liability Company is existing so far as shown by the records of the Department.

WITNESS my hand and the official seal of the Department of State at the City of Albany, this 13th day of December two thousand and seven.

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