

Florida Department of State

Division of Corporations Public Access System

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Fontainebleau Miami JV Member, LLC

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Certificate of Status	0
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A POREIGN

LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA Fontainebleau Minmi JV Member, LLC (Name of Foreign Limited Liability Company) applied for (FEI number, If applicable) (furisdiction under the law of which foreign limited liability company is organized) Perpetual March 11, 2008 (Duration: Year limited liablity company will cease to exist or "perpetual") (Date of Organization) Upon filing (Date first transacted business in Florida, if prior to registration.)
(See sections 608 501 & 608 502 F S to determine penalty liability) 1827 Paradise Road, 4th Floor Las Vegas, NV 89109 (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: Fontainebleau Resort Properties I, LLC 2827 Paradise Road, 4th Floor Las Vegas, NV 89109 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: ranl estate investment and management Signature of a member or an authorized representative of a member its accordance with section 608 408(3); F.B., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true?

Unitney Thier

Typed or printed name of signee

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

Fontsinebleau Miarri JV Member, LLC	
The name and the Florida street address of the registered agent and office are:	08 MAR SECRE
C T Corporation System	ا سلا
(Name)	TASS
. 1200 South Pine Island Road	是
Florido Sirent Address (P.O. Box NOT ACCEPTABLE)	8: 22 STATU
Plantation, Florida 33324	DE 2
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.

By: Construction System COMMENT STATES STATE

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

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FONTAINEBLEAU MIAMI JV MEMBER, 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 THIRTEENTH DAY OF MARCH, A.D. 2008.

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

080315142

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6448447

DATE: 03-13-08