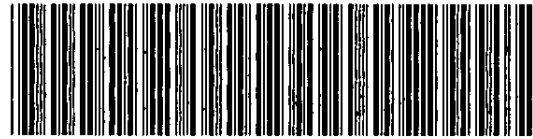


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2008 JUL 10 P 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

A. LUNT

JUL 11 2008

EXAMINER

Office Use Only

LAW OFFICES OF
NEIL S. SCHECHT, P.A.

Neil S. Schecht

*ALSO ADMITTED IN ILLINOIS

3630 West Kennedy Boulevard
Tampa, Florida 33609-2906
(813)-353-9500
FAX (813)-350-0300

July 9, 2008

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

Re: Cortland Realty Partners III, LLC application to transact business in Florida

Dear Sir or Madam:

Please find enclosed a Cover Letter, an original Application by Foreign LLC for Authorization to transact Business in Florida, a copy of the Certificate of Formation from the State of Delaware Secretary's Office date within the past 90 days, and our check in the amount of \$160.00 for registration fees. I personally spoke with a representative from the Registration Section at 850-245-6051 on May 8, 2008 who confirmed with me that a copy of the Certificate of Formation would be satisfactory to file this application.

If for any reason this application can not be processed or you have any questions, please contact our office at (813) 353-9500.

Sincerely,



Shelly Parks-Warren
Paralegal

Enclosures

FILED
2008 JUL 10 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CORTLAND REALTY PARTNERS III, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

NEIL S. SCHECHT
(Name of Person)

NEIL S. SCHECHT, P. A.
(Firm/Company)

3630 W. KENNEDY BLVD.
(Address)

TAMPA, FL 33609
(City/State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

NEIL S. SCHECHT at (813) 353-9500
(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

Enclosed is a check for the following amount:

\$125.00 Filing Fee \$130.00 Filing Fee & Certificate of Status \$155.00 Filing Fee & Certified Copy \$160.00 Filing Fee, Certificate of Status & Certified Copy

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. CORTLAND REALTY PARTNERS III, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. DELAWARE

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 26-2646489

(FEI number, if applicable)

4. 05/05/2008

(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. 695 Central Avenue, Suite 150

St. Petersburg, Florida 33701

(Street Address of Principal Office)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 JUL 10 P 12:44

FILED

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:

CORTLAND REALTY INVESTMENTS, LLC

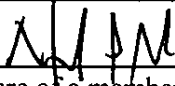
24 CORTLAND ROAD

MONSEY, NY 10952

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 / LEASING / MANAGEMENT


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.)

NEIL S. SCHECHT, P. A.

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.

1. The name of the Limited Liability Company is:

CORTLAND REALTY PARTNERS III, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

NEIL S. SCHECHT, P.A.

(Name)

3630 W. KENNEDY BLVD

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

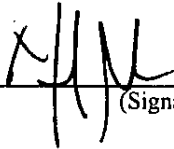
TAMPA, FL 33609

FL
City/State/Zip

2008 JUL 10 P 12:44
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)

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 "CORTLAND REALTY PARTNERS III, LLC", FILED IN THIS OFFICE ON THE FIFTH DAY OF MAY, A.D. 2008, AT 1:24 O'CLOCK P.M.



4542872 8100

080503960

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6568192

DATE: 05-05-08



State of Delaware

The Official Website for the First State

The Secretary of State of Delaware issued a certificate for CORTLAND REALTY PARTNERS III, LLC whose file number is 4542872 on 05/05/2008 under request number 080503960 for authentication number 6568192.



[Back](#)

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:24 PM 05/05/2008
FILED 01:24 PM 05/05/2008
SRV 080503960 - 4542872 FILE

**CERTIFICATE OF FORMATION
OF
CORTLAND REALTY PARTNERS III, LLC**

FIRST: The name of the limited liability company is Cortland Realty Partners III, LLC.

SECOND: The address of its registered office in the State of is 160 Greentree Drive, Suite 101, City of Dover, County of Kent Delaware 19904. The name of its Registered Agent at such address is National Registered Agents, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Cortland Realty Partners III, LLC this 5th day of May, 2008.

/s/ Joanne BL Arnold

Joanne BL Arnold
Organizer
Davis & Gilbert LLP
1740 Broadway
New York, New York 10019