

JEFFREY T. NEILSON^{1,4}
STEVEN R. COLE
PHILLIP E. SELTZER¹
JOSEPH P. GARIN^{1,4}
THOMAS G. COSTELLO
DAVID B. DEUTSCH
JOHN T. PANOURGIAS
HOWARD A. LAX
JOSEPH A. STARR
STEVEN H. MALACH
KAREN A. SMYTH¹
KAY RIVEST BUTLER
SCOTT D. STONER
C. THOMAS LUDDEN
JEFFREY S. BURG
KIRSTEN E. GRAMZOW
STARR HEWITT KINCAID
SHAWN Y. GRINNE
JASON M. SHINN
MARK E. PHILLIPS
SHANNON D. NORDSTROM¹
SANDRA D. GLAZIER

1 ALSO ADMITTED IN NEVADA
2 ALSO ADMITTED IN ILLINOIS
3 ALSO ADMITTED IN NEW YORK
4 ALSO ADMITTED IN COLORADO
5 ADMITTED IN NEVADA & CALIFORNIA ONLY

LAW OFFICES
Lipson | Neilson
COLE, SELTZER, GARIN, P.C.
Attorneys and Counselors at Law

3910 TELEGRAPH ROAD, SUITE 200
BLOOMFIELD HILLS, MICHIGAN 48302

TELEPHONE (248) 593-5000
TELEFAX (248) 593-5040
www.lipsonneilson.com

E-MAIL: dlahr@lipsonneilson.com

August 25, 2008

BARRY J. LIPSON
(1955-2003)

OF COUNSEL

MICHAEL C. CURHAN
MICHAEL A. ROBBINS
ALBERT L. HOLTZ
BARRY L. HOWARD

SOUTHFIELD, MICHIGAN

28411 NORTHWESTERN HWY., #930
SOUTHFIELD, MICHIGAN 48034
TELEPHONE (248) 353-1700

GRAND RAPIDS, MICHIGAN

921 28TH STREET S.E., SUITE A
GRAND RAPIDS, MICHIGAN 49508
TELEPHONE (616) 575-9900

LAS VEGAS, NEVADA

9580 WEST SAHARA AVE., SUITE 120
LAS VEGAS, NEVADA 89117
TELEPHONE (702) 382-1500

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

Re: **Joseph Kohn Land LLC**

Dear Sir/Madam:

Enclosed for filing is the Cover Letter, Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent/Registered Office and a Certificate of Good Standing in connection with the above limited liability company. Also enclosed is a check for the filing fees in the amount of \$125.00.

Thank you for your attention to this matter.

Very truly yours,

LIPSON, NEILSON, COLE, SELTZER & GARIN, P.C.



DEBRA J. LAHR, Paralegal

DJL/dla

Enclosures:

As stated

cc without enclosures:

Mr. Gilbert A. Kohn

Ms. Emmalee Eaton

Steven R. Cole, Esq.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
08 AUG 26 PM 2:02

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Joseph Kohn Land 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:

Steven R. Cole, Esq.
(Name of Person)

Lipson, Neilson, Cole, Seltzer & Garin, P.C.
(Firm/Company)

3910 Telegraph Road, Suite 200
(Address)

Bloomfield Hills, Michigan 48302
(City/State and Zip Code)

FILED OF STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
08 AUG 26 PM 2:02

For further information concerning this matter, please call:

Steven R. Cole, Esq. at (248) 593-5000
(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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. **Joseph Kohn Land 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. **Michigan**

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

3.

(FEI number, if applicable)

4. **November 16, 2004**

(Date of Organization)

5.

Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. **September 1, 2008**

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

7. **17379 Duneden Court**

Boca Raton, Florida 33496

(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:


Gilbert A. Kohn

17379 Duneden Court

Boca Raton, Florida 33496

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: **Investing**


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.)

GILBERT KOHN

Typed or printed name of signee

08 AUG 29 PM 2:02
SECRETARY OF STATE'S
DIVISION OF CORPORATIONS

**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:

Joseph Kohn Land 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:

Emmalee Eaton

(Name)

17379 Duneden Court

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

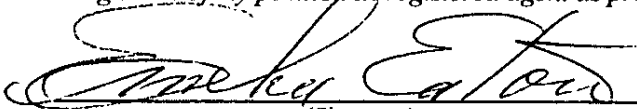
Boca Raton

FL

City/State/Zip

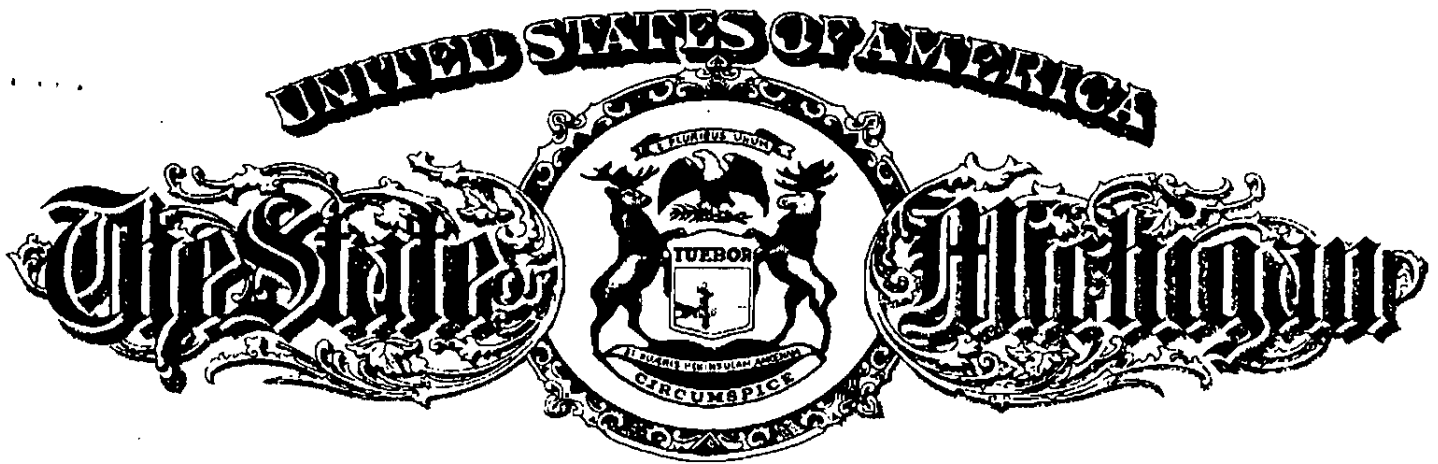
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 AUG 26 PM 2: 03

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)



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify That

JOSEPH KOHN LAND LLC

FILED OF STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
08 AUG 26 PM 2:02

was validly organized on November 16, 2004 as a Limited Liability Company. Said Limited Liability Company is validly in existence under the laws of this state and has satisfied its annual filing obligations.

This certificate is issued pursuant to the provisions of 1993 PA 23, as amended, to attest to the fact that the company is in good standing in Michigan as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand,
in the City of Lansing, this 17th day of July, 2008

Bureau of Commercial Services

,Director