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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

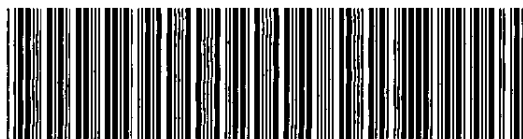
Special Instructions to Filing Officer:

**L. SELLERS**

FEB - 5 2010

**EXAMINER**

Office Use Only



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02/04/10--01041--012 \*\*155.00

**FILED**  
10 FEB -4 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **SOUTH BEACH RESORT DEVELOPMENT LLC**

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58 EAST 79<sup>TH</sup> ST, SUITE 5F  
NEW YORK, NY 10075  
TEL: (212)360-6030  
FAX: (212)360-7479

FEBRUARY 3, 2010

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

To whom it may concern:

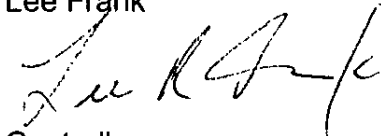
Please find attached the required forms and filing fees to register SO. BEACH HOTEL LLC as a foreign LLC. Also please find attached the required forms to appoint a registered agent for this LLC.

I have also attached a "certificate of good standing" from the State of Delaware as required by the registration forms. Our attorney's office has informed us that the State of Delaware no longer sends the sealed originals.

I have included check # 1282 for \$155.00 to cover the filing fee and certificate of status (\$130.00) and the designation of registered agent fee (\$25.00).

Thank you and feel free to contact me with any questions,

Lee Frank



Controller  
South Beach Resort Development, LLC  
So Beach Hotel, LLC

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** SO. BEACH HOTEL 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:

LEE FRANK  
Name of Person

SOUTH BEACH RESORT DEVELOPMENT  
Firm/Company

58 EAST 79TH ST, FIFTH FLOOR  
Address

NEW YORK, NY 10075  
City/State and Zip Code

LFRANK@NYREASSOCIATES.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LEE FRANK at ( 212 ) 360-6030  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. SO. BEACH HOTEL 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 3. 26-3765452  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 09/10/2008 5. 09/10/2050  
(Date of Organization) (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. 58 EAST 79TH STREET, FIFTH FLOOR  
NEW YORK, NY 10075  
(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:

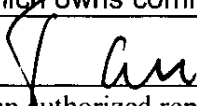
LOUIS TAIC

58 EAST 79TH STREET, FIFTH FLOOR

NEW YORK, NY 10075

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: A member in South  
Beach Resort Development LLC which owns commercial real estate in Florida

  
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.)

LOUIS TAIC  
Typed or printed name of signee

**FILED**  
10 FEB -4 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

SO. BEACH HOTEL LLC

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

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

EUGENE J. HOWARD, ESQ

(Name)

1111 LINCOLN RD # 400

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

MIAMI BEACH, FL 33139

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.*

(Signature) 

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10 FEB -4 PM 1:03

**FILED**

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SO. BEACH HOTEL 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 FIRST DAY OF FEBRUARY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SO. BEACH HOTEL LLC" WAS FORMED ON THE TENTH DAY OF SEPTEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4597921 8300

100093184

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7790417

DATE: 02-01-10