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TALLAHASSEE, FLORIDA

J. BRYAN

SEP 30 2011

EXAMINER

Norton ■ Hammersley

Norton, Hammersley, Lopez & Skokos, P.A.

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September 27, 2011

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

**Re: Application by Foreign LLC, Pandion Management, LLC
And
Certificate of Amendment to LP, Osprey, S.A., Ltd.**

Dear Sir or Madam:

Enclosed please find the following documents to be filed with the Division of Corporations:

- 1) Application by Foreign Limited Liability Company (Pandion Management LLC) for Authorization to Transact Business in Florida along with original Certificate of Good Standing from the State of Michigan;
- 2) Certificate of Amendment to Certificate of Limited Partnership of Osprey, S.A., Ltd.

Also enclosed is a check made payable to Florida Department of State in the amount of \$177.50 representing the fee for filing the above documents.

Thank you.

Yours very truly,

Norton, Hammersley, Lopez & Skokos, P.A.

By: 

Sam D. Norton

E-mail: snorton@nhslaw.com

SDN/kf
Enclosures

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TALLAHASSEE, FLORIDA

**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. Pandion Management 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. 45-1157460

(FEI number, if applicable)

4. 2-24-2011

(Date of Organization)

5. Perpetual

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

6. N/A

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

7. 1424 Straits Drive, Bay City, Michigan 48706

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

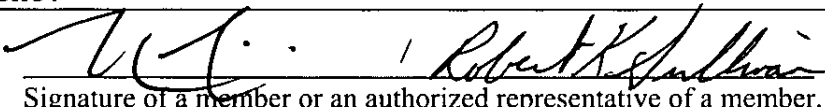
9. The name and usual business addresses of the managing members or managers are as follows:

Robert Sullivan, 1424 Straits Drive, Bay City, Michigan 48706

Mark Lubienski, 20416 Harper Avenue, Harper Woods, Michigan 48225

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 development and 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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

By: Mark Lubienski, Co-Manager and By: Robert Sullivan, Co-Manager
Typed or printed name of signee

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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:

Pandion Management 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:

Sam Norton

(Name)

1819 Main Street, Suite 610

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

Sarasota

FL

34236-5974

City/State/Zip

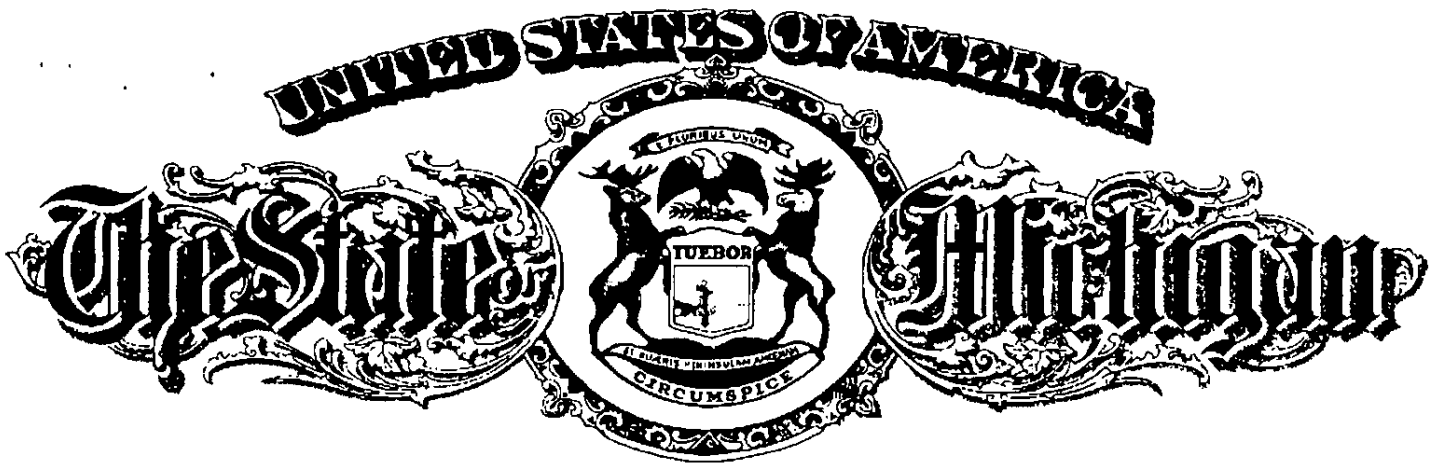
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

Sam Norton

(Signature)

\$ 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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Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify That

PANDION MANAGEMENT LLC

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TALLAHASSEE, FLORIDA

was validly organized on February 24, 2011 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 5th day of July, 2011

Director

Bureau of Commercial Services