

#M1200002473

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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700228677857

04/13/12--01033--021 **160.00

05/03/12--01012--001 **638.75

FILED
12 MAY - 1 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
MAY 4 2012



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 18, 2012

THE ACKMAN-ZIFF REAL ESTATE GROUP LLC
INNA LEBEDINSKAYA
110 EAST 42ND ST, 10TH FLOOR
NEW YORK, NY 10017

SUBJECT: THE ACKMAN-ZIFF REAL ESTATE GROUP LLC
Ref. Number: W12000021536

We have received your document for THE ACKMAN-ZIFF REAL ESTATE GROUP LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$638.75.

If you have any questions concerning the filing of your document, please call (850) 245-6870.

Karen A Saly
Regulatory Specialist II

Letter Number: 212A00012115



The Ackman-Ziff Real Estate Group LLC Real Estate Capital Advisors

April 10, 2012

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

**RE: Letter of Explanation in connection with Application by Foreign Limited Liability Company
for Authorization to Transact Business in Florida**

To Whom It May Concern:

The purpose of this letter is to provide clarity regarding Line 6 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida being submitted by The Ackman-Ziff Real Estate Group LLC, a New York limited liability company.


Please note that the Florida office of Ackman Ziff was opened in August 2011 with payroll for its employees based in that office commencing in the same month. The company properly obtained a tax identification number from the Florida Department of Revenue (ID #2598492) with the understanding that this was the only requirement to commence operations in the State of Florida. No transactions were completed until December 2011.

The company only recently became aware that a separate registration was also required through the Department of State which prompted the company to submit the above referenced application for authorization to transact business in Florida.

Please feel free to contact me with any questions.

Regards,

The Ackman-Ziff Real Estate Group LLC



Mark Rutherford

801 Arthur Godfrey Road
Suite 201
Miami Beach, FL 33140
TEL (305) 503-1107
FAX (305) 433-6111
www.ackmanziff.com

The information contained herein was furnished by sources deemed reliable, but no warranty or representation is made as to the accuracy thereof. Subject to change or withdrawal without notice.

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: The Ackman-Ziff Real Estate Group 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:

Inna Lebedinskaya

Name of Person

The Ackman-Ziff Real Estate Group LLC

Firm/Company

110 East 42nd St, 10th Floor

Address

New York, NY 10017

City/State and Zip Code

inna@ackmanziff.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Inna Lebedinskaya

Name of Person

at (212) 697-3333

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

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:

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

(FEI number, if applicable)

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

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

(Street Address of Principal Office)

Typed or printed name of signee

FILED
12 MAY -1 AM 11:01
SECRET
ALLAN SEE, 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:

The Ackman-Ziff Real Estate Group 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:

Robert Kaplan

(Name)

801 Arthur Godfrey Road, Suite 201

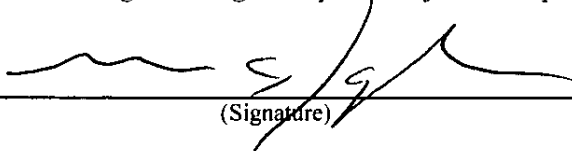
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Miami Beach

FL 33140

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)

State of New York
Department of State } ss:

I hereby certify, that ACKMAN ZIFF REAL ESTATE GROUP LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 11/20/1995, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment ACKMAN ZIFF REAL ESTATE GROUP LLC, changing its name to THE ACKMAN-ZIFF REAL ESTATE GROUP LLC, was filed 12/28/1995.



*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 06th day of March two
thousand and twelve.*

First Deputy Secretary of State