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SLORETARY OF STATE
SALLAHASSEE, FLORETO

W12-31022

#### COVER LETTER

то:	Registration Section Division of Corporations
SUBJI	ECT: Hillbrook Properties, LLC.
	NI CT!

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..

Name of Limited Liability Company

Please return all correspondence concerning this matter to the following:

	Name of Person	
	Firm/Company	
148 East 84th St	reet	
	Address	
New York, NY 100	028	
	City/State and Zip Code	
mardjokic@gma	ail.com	
E-mail add	dress: (to be used for future annual	report notification)
urther information concerning this matt	er, please call:	
article information concerning this mate	, p	
Filip Mardjokic	·	, 358-0574
	at (646 Area Code & Daytime	_/ <del></del>
Filip Mardjokic Name of Person  MAILING ADDRESS:	at (646  Area Code & Daytime  STREET ADDRESS:	_/ <del></del>
Filip Mardjokic  Name of Person  MAILING ADDRESS: Division of Corporations	at (646  Area Code & Daytime  STREET ADDRESS: Division of Corporations	_/ <del></del>
Filip Mardjokic  Name of Person  MAILING ADDRESS: Division of Corporations Registration Section	at (646  Area Code & Daytime  STREET ADDRESS:  Division of Corporations Registration Section	_/ <del></del>
Filip Mardjokic Name of Person  MAILING ADDRESS: Division of Corporations	at (646  Area Code & Daytime  STREET ADDRESS: Division of Corporations Registration Section Clifton Building	Telephone Number
Filip Mardjokic Name of Person  MAILING ADDRESS: Division of Corporations Registration Section P.O. Box 6327	at (646  Area Code & Daytime  STREET ADDRESS:  Division of Corporations Registration Section	Telephone Number
Filip Mardjokic Name of Person  MAILING ADDRESS: Division of Corporations Registration Section P.O. Box 6327	at (646  Area Code & Daytime  STREET ADDRESS: Division of Corporations Registration Section Clifton Building 2661 Executive Center Ci Tallahassee, FL 32301	Telephone Number

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT RUSINESS IN THE STATE OF FLORIDA:

1. Hillbrook Properties, 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. New York State  (Jurisdiction under the law of which foreign limited liability company is organized)  (FEI number, if applicable)
4. 02/22/2012  (Date of Organization)  5. Perpetual  (Duration: Year limited liability company will cease to exist or "perpetual")
<sub>6.</sub> 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. Hillbrook Properties, LLC.
148 East 84th Street, New York N.Y. 10028
(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:
Hillbrook Properties, LLC.
148 East 84th Street
New York, N.Y. 10028
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 ranslation of the certificate under oath of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida: Real Estate
Transfer of Submess of purposes to be conducted of promoted in Figure 2.
15 Filip Mardiokic
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 conclinates on offirmation under the
LID accordance with Section bux 40% () F.S. the execution of this document constitutes on officentian 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.)

Typed or printed name of signee

Filip R. Mardjokic

#### 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:				
Hillbrook Properties, 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:				
Mr. Michael Ciochir				
(Name)				
C/O Gates Realty Group, 1525 International Parkway  Florida Street Address (P.O. Box NOT ACCEPTABLE)				
Lake Mary FL 32746  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 of 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 HILLBROOK PROPERTIES LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 02/22/2012, and that the Limited Liability Company is existing so far as shown by the records of the Department.



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WITNESS my hand and the official seal of the Department of State at the City of Albany, this 17th day of July two thousand and twelve.

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First Deputy Secretary of State