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Foreign Limited Liability Company Midtown Opportunities IIB, LLC

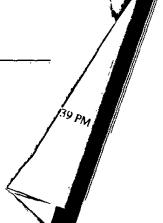
Certificate of Status	1
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SEP 1 7 2012

EXAMINER 1 of 2





APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO

TRANSACT BUSINESS IN FLORIDA IN COMPLIANCE WITH SECTION 608,303, FLORIDA STATUTES, THE POLLOWING IS SUBMITTED TO REG LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Midtown Opportunities IIB, 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
(Jurisdiction under the law of which foreign limited liability 4. November 28, 2011 perpetual (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") 6. upon filing of this application (Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 9100 South Dadeland Blvd, Suite 1600 Miami, FL 33156. (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: Suzanne DeWitt 9100 South Dadeland Blvd. Suite 1600 Miami FL 33156 Elias Esber 9100 South Dadeland Blvd. Suite 1600 Miami FL 33156 10. Attached is an original cartificate 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 crearized. (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: Holding Company

> 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)

Suzanne DeWitt by Jessica Morales as attorney-in-fact

Typed or printed name of signee

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 Compa	pany is:
Midtown Opportunities IIB, LLC	
If name unavailable, the alternate name to be	e used in the state of Florida is:
2. The name and the Florida street address of	of the registered agent and office are:
Corporate Creations Netwo	ork Inc.
	(Name)
11380 Prosperity Farms Ro	
Florida Street Addi	ress (P.O. Box NOT ACCEPTABLE)
Palm Beach Gardens	FL 33410
	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.

Corporate Creations Network Inc. Jessica Morales, Special Secretary
(Signature)

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

Delaware

PACT '

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "MIDTOWN OPPORTUNITIES IIB, 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 ELEVENTH DAY OF SEPTEMBER, A.D.
2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MIDTOWN OPPORTUNITIES IIB, LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF NOVEMBER, A.D. 2011.

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

5071125 8300

121018156

You may verify this certificate onlin at corp.delaware.gov/authver.ahtml Jeffrey W. Bullock. Secretary of State

DATE: 09-11-12