11/20000630

| (R | equestor's Name) | |
|-------------------------|----------------------------------|---------------------------------------|
| (A | ddress) | |
| (A | ddress) | |
| (C | ity/State/Zip/Phone #) | <u>.</u> |
| PICK-UP | ☐ WAIT | MAIL |
| (B | usiness Entity Name) | |
| (D | ocument Number) | · · · · · · · · · · · · · · · · · · · |
| Certified Copies | Certificates of | Status |
| Special Instructions to | o Filing Officer: | |
| | • | |
| | | |
| | | |
| (C | Occument Number) Certificates of | |

Office Use Only



000240657570

11/14/12--01001--002 **125.00

12 NOV 13 AH 11:55

K. SALY **EXAMINER**

NOV 1 4 2012

CORPORATE When you need ACCESS to the world" ACCESS,

| | INC. | 236 F P.O. Box 37066 (32315-7 | East 6th Avenue . Tallahassee, Florida 32303 7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666 |
|----------|-------------------|----------------------------------|---|
| | | PICK UP: | WALK IN 113/12 APa 0 |
| | ☐ CERTIFIE | | |
| | M PHOTOCO | | |
| | _ | | |
| | CUS | - | 1 1 6 |
| | ☑ FILING | | |
| 1. | | Lincoln ME AND DOCUMENT # | ROAD LLC |
| | (COM CMITE IVE | | , |
| 2. | (CORPORATE NAM | ME AND DOCUMENT # |) |
| | • • | | |
| 3. | (CORPORATE NAM | ME AND DOCUMENT # |) |
| | | | |
| 4. | (CORPORATE NAM | ME AND DOCUMENT #) |) |
| . | | | |
| 5. | (CORPORATE NAM | ME AND DOCUMENT #) |) |
| 6. | | | |
| . | (CORPORATE NAM | ME AND DOCUMENT #) | |
| SPE | ECIAL INSTRUCTION | 'S: | |
| | | | |
| | | | |
| | | | |

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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED VARIANCE WITH SECTION OF ANY TO TRANSACT RESIDENCES INTERESTRATE OF ELORIDA.

| Delaware Cursidiction under the law of which foreign limited liability CPEI number, if applicable) | f name unavailable, enter alternate name adopted for the pur onsent of the managers or managing members adopting the a ompany," "LL.C," "LLC.") | rpose of transacting business in Florida and attach a copy of the writt alternate name. The alternate name must include "Limited Liability |
|--|---|---|
| November 8, 2012 (Date of Organization) 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) c/o Thor Equities, LLC, 25 West 39th Street, New York, NY 10018 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | Delaware | 3. <u>n/a</u> |
| (Date of Organization) (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) c/o Thor Equities, LLC, 25 West 39th Street, New York, NY 10018 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is origanized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | | y (FEI number, if applicable) |
| (Street Address of Principal Office) If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is originated. (A photocopy is not acceptable. If the certificate is in a foreign language, a sistion of the certificate under each of the translator must be submitted) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | November 8, 2012 | |
| (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) c/o Thor Equities, LLC, 25 West 39th Street, New York, NY 10018 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record in institution under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a relation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | (Date of Organization) | |
| (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) c/o Thor Equities, LLC, 25 West 39th Street, New York, NY 10018 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record in institution under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a relation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | n/a | |
| C/o Thor Equities, LLC, 25 West 39th Street, New York, NY 10018 (Street Address of Principal Office) If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | (Date first transacted business in I (See sections 608.501 & 608.502 F | Florida, if prior to registration.) S. to determine penalty liability) |
| 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | • | treet, New York, NY 10018 |
| 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | | |
| 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | (Street Addres | ss of Principal Office) |
| 663 Lincoln Road Mezz LLC, Managing Member c/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | | d company, check here |
| C/o Thor Equities, LLC, 25 West 39th Street New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a station of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | The name and usual business addresses of the ma | naging members or managers are as follows: |
| New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | 663 Lincoln Road Mezz LLC, Managing Mo | ember " r |
| New York, NY 10018 Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | c/o Thor Equities, LLC, 25 West 39th S | treet |
| jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a slation of the certificate under each of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: To own and operate Real Estate | | · |
| apro | jurisdiction under the law of which it is organized. (A photocop slation of the certificate under oath of the translator must be sub | py is not acceptable. If the certificate is in a foreign language, a prnitted.) |
| | | |
| Signature of a member or an authorized representative of a member. | OPR/ | |

document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Anthony Bonan, Authorized Representative

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 C | lompany is: | |
|--|--|--|
| 663 LINCOLN ROAD LLC | | |
| If unavailable, the alternate to be used i | in the state of Florida is: | |
| 2. The name and the Florida street addi | ress of the registered agent and office are: | |
| NRAI Services, Inc. | · | |
| · · · · · · · · · · · · · · · · · · · | (Name) | |
| 515 East Park Ave | nue | |
| Florida Street | Address (P.O. Box NOT ACCEPTABLE) | |
| Tallahassee | _{FL} 32301 | |
| · | City/State/Zip | |
| | 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.

NRAI Services, Inc.

Michael D. McManus, Assistant 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

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "663 LINCOLN ROAD 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 THIRTEENTH DAY OF NOVEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "663 LINCOLN ROAD LLC" WAS FORMED ON THE EIGHTH DAY OF NOVEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

5239222 8300

121220818

Jeffrey W. Bullock, Secretary of State

AUTHENTYCATION: 9981155

DATE: 11-13-12

You may verify this certificate online at corp.delaware.gov/authver.shtml