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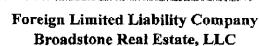
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March 21, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

INCORPORATING SERVICES FL

SUBJECT: BROADSTONE REAL ESTATE, LLC

REF: W13000016546

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A business entity may not serve as its own manager or managing member. Please designate an individual or another business entity as your manager(s) or managing member(s).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Joey Bryan Regulatory Specialist II FAX Aud. #: E13000064457 Letter Number: 013A00006654

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 BUSINESS IN THE STATE OF FLORIDA:

1. Broadstone Real Estate, LLC	
(Name of Foreign Limited Liability Company;	must include "Limited Liability Company," "L.L.C.," or "LLC.")
	the purpose of transacting business in Florida and attach a copy of the written ng the alternate name. The alternate name must include "Limited liability
2. New York	3, 32-0159760
(Jurisdiction under the law of which foreign limited company is organized)	liability (FEI number, if applicable)
4. September 13, 2005	5. perpetual
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")
6	
(Date first transacted busi (See sections 608.501 & 60	iness in Florida, if prior to registration.) 8.502 F.S. to determine penalty liability)
7 530 Clinton Square	
Rochester, NY 14604	·
(Stree	et Address of Principal Office)
 If limited liability company is a manager- The name and usual business addresses of 	managed company, check here
Amy Tait 50% owner	Broadstone Ventures, LLC 50% owner
530 Clinton Square	530 Clinton Square
Rochester, NY 14604	Rochester, NY 14604
10. Attached is an original certificate of existence, no mothe jurisdiction under the law of which it is organized. (A translation of the certificate under eath of the translator m	ore than 90 days old, duly authenticated by the official having custody of records in A photocopy is not acceptable. If the certificate is in a foreign language, a must be submitted.)
11. Nature of business or purposes to be con	ducted or promoted in Florida: any lawful purpose.
K win 2	Barry
	r or an authorized representative of a member.
penalties of perjury that the facts stated h	.S., the execution of this document constitutes an affirmation under the herein are true. I am aware that any false information submitted in a constitutes a third degree felony as provided for in s.817.155, F.S.)
	Kevin Barry, CAO
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 Company is:	
Broadstone Real Estate, LLC	- 10 E T
If unavailable, the alternate to be used in the state of Florida is:	TOTAL
2. The name and the Florida street address of the registered agent and office are:	FF FLOOR
Incorporating Services, Ltd. (Name)	A RICH
1540 Glenway Drive Florida Street Address (P.O. Box NOT ACCEPTABLE)	_
Tallahassee FL 32301	·
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.

Melissah. Styp. Dest Scretces

\$ 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 State

I hereby certify, that BROADSTONE REAL ESTATE, LLT a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 09/13/2005, and that the Limited Liability Company is existing so far as shown by the records of the Department. I further certify the following:

Certificate of Change was filed on 10/06/2005.

An Affidavit of Publication of BROADSTONE REAL ESTATE, LLC was filed on 11/08/2005.

An Affidavit of Publication of BROADSTONE REAL EXPATE, LLC was filed on 11/08/2005.

A Biennial Statement was filed 09/14/2007.

A Biennial Statement was filed 09/22/2009.

A Biennial Statement was filed 12/16/2011.

I further certify, that no other documents have leen filed by such Limited Limbility Company.

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Witness my hand and the official seal of the Department of State at the City of Albany, this 19th day of March two thousand and thirteen.

Daniel Shapiro

Special Deputy Secretary of State

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