

12/09/2013 10:20 PM

Division of Corporations

001/010

Page 1 of 2

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : FLAGLER DEVELOPMENT GROUP, LLC
Account Number : I20020000144
Phone : (305) 520-2344
Fax Number : (305) 520-2400

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

RECEIVED

13 DEC -9 AM 9:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Foreign Limited Liability Company
Florida East Coast Industries, LLC

Certificate of Status	1
Certified Copy	1
Page Count	10
Estimated Charge	\$160.00

TALLAHASSEE, FLORIDA

2013 DEC -9 AM 11:42

W13-107379

B. BOSTICK

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EXAMINER

H130002682993

CR20027 (9/10)

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Florida East Coast Industries, 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:

Kolleen OP Cobb

Name of Person

Florida East Coast Industries, LLC

Firm/Company

2855 Le Jeune Road 4th Floor

Address

Coral Gables, Florida

City/State and Zip Code

kolleen.cobb@feci.com

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

For further information concerning this matter, please call:

Betty Fernandez

Name of Person

305 520-2366

at ()

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

TALLAHASSEE, FL 32301

2013 DEC -9 AM 11:42

**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. The name of the limited liability company is Florida East Coast Industries, LLC ("Company").
2. Jurisdiction under the law of which the Company is organized is Delaware.
3. The FEI number is 20-4427296.
4. Date of organization is December 2, 2013.
5. Duration is perpetual.
6. Date first transacted business in Florida. Upon filing of this registration of foreign limited liability company.
7. The street address of the Company's principal office is 2855 Lejeune Road, 4th Floor, Coral Gables, FL 33134.
8. The Company is a manager-managed company.
9. The name and address of the Company's managers:

Name	Address
Wesley R. Edens	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134
Randal A. Nardone	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134
Joseph Adams, Jr.	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134

10. The name, title and address of the Company's officers:

Name	Title	Address
Vincent Signorello	President	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134
Juan Godoy	Executive Vice President/Treasurer	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134
Kolleen Cobb	Executive Vice President/Secretary	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134
Rafael Rodon	Executive Vice President/Assistant Secretary	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134
Husein Cumber	Executive Vice President	2855 Lejeune Road, 4 th Floor, Coral Gables, FL 33134

11. Attached is an original certificate of existence, no more than ninety (90) days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which the Company is organized.
12. Nature of business or purposes to be conducted or promoted in Florida: the transaction of any lawful business.

Name: Kolleen Cobb

Title: Executive Vice President

(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. 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.)

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

DATE 11-11-92 BY 1111

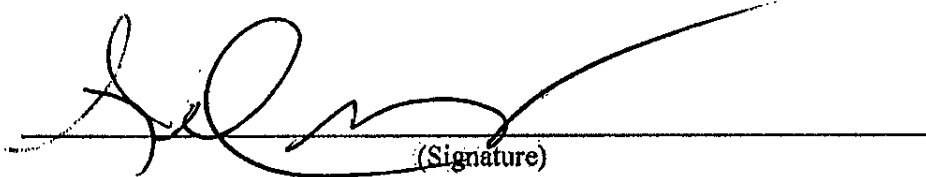
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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 Florida East Coast Industries, LLC.
2. The name and the Florida street address of the registered agent and office is:

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

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)

**Angel Nunez
Assistant Secretary**

2014 DEC -9 AM 11:42
FALLAH ASSH, T. O'DON

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLORIDA EAST COAST INDUSTRIES, 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 SIXTH DAY OF DECEMBER, A.D. 2013.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FLORIDA EAST COAST INDUSTRIES, LLC" WAS FORMED ON THE SECOND DAY OF DECEMBER, A.D. 2013.

2014 DEC -9 AM 11:42
VALLEY ASSOCIATION

5440657 8300

131389978

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0955722

DATE: 12-06-13

Florida East Coast Industries, LLC
(successor by conversion to Florida East Coast Industries, Inc.)
2855 Le Jeune Road, 4th Floor
Coral Gables, Florida 33134

VIA FACSIMILE AND FEDEX

December 16, 2013

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Florida East Coast Industries, LLC / Ref. W13000067379


To Whom It May Concern:

I Kolleen OP Cobb, as Executive Vice President of Florida East Coast Industries, LLC (successor by conversion to Florida East Coast Industries, Inc.) hereby give my consent for the use of the entity name Florida East Coast Industries, LLC.

Sincerely,

Florida East Coast Industries, LLC
(successor by conversion to Florida East Coast Industries, Inc.)

By:


Kolleen OP Cobb
Executive Vice President

TALLAHASSEE, FLORIDA

2013 DEC -9 AM 11:42