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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

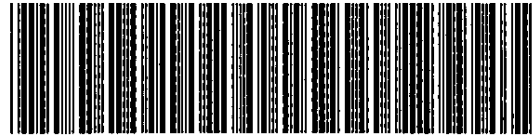
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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ENGEL & REIMAN <sup>pc</sup>  
ATTORNEYS AT LAW

THE EQUITABLE BUILDING  
730 - 17<sup>TH</sup> STREET, SUITE 500  
DENVER, COLORADO 80202-3580  
TELEPHONE (303) 741-1111  
FACSIMILE (303) 479-9417

WEB SITE: [www.engelreiman.com](http://www.engelreiman.com)

Our File No. 6112.07

July 17, 2014

**VIA FEDERAL EXPRESS**

Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: AREP Manager 2301 LLC

Dear Sir or Madam:


Enclosed please find an executed original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for **AREP Manager 2301 LLC**. We have also enclosed a cover letter, a check for \$160.00 for the filing fee and a certificate of existence.

**Please return a letter of acknowledgment to our office via Federal Express, Standard Overnight delivery. Our Federal Express Account Number is 1181-3906-2.**

Please address any questions or comments to the undersigned. Thank you for your time and attention to this matter.

Very truly yours,

**ENGEL & REIMAN pc**

By:   
Carol Barwick  
Legal Assistant to Kristen L. Sweat, Esq.

/cb  
Encl: as stated.

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: AREP Manager 2301 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:

Carol Barwick

Name of Person

Engel & Reiman pc

Firm/Company

730 17th Street, Suite 500

Address

Denver, CO 80202

City/State and Zip Code

c.barwick@engelreiman.com

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

For further information concerning this matter, please call:

Carol Barwick

Name of Contact Person

at ( 303 )

Area Code

741-1111 x102

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

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A  
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. AREP MANAGER 2301 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. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)


4. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 226 Fifth Avenue, 3rd Floor  
New York, NY 10001  
(Street Address of Principal Office)

6. 226 Fifth Avenue, 3rd Floor  
New York, NY 10001  
(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:  
Arvind K. Chary, Manager, 226 Fifth Avenue, 3rd Floor, New York, NY 10001  
Alex C. Foster, Manager, 226 Fifth Avenue, 3rd Floor, New York, NY 10001

8. 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 translation of the certificate under oath of the translator must be submitted)

  
\_\_\_\_\_  
Signature of an authorized person

In accordance with section 605.0203, 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.817.55, F.S.

Alex Foster  
\_\_\_\_\_  
Typed or printed name of signee

SECRETARY OF STATE  
DEPARTMENT OF STATE  
4 JUL 18 PM 12:17  
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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

**AREP Manager 2301 LLC**

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If unavailable, the alternate to be used in the state of Florida is:

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2. The name and the Florida street address of the registered agent and office are:

**William S. Weisman**

---

(Name)

**140 N. Federal Highway, 2nd Floor**

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Florida Street Address (P.O. Box NOT ACCEPTABLE)

**Boca Raton**

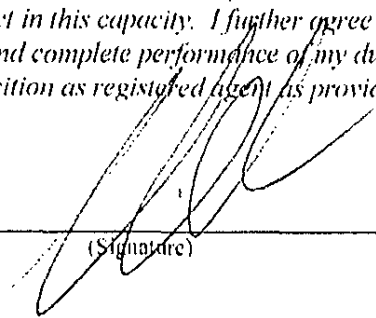
**33432**

**FL**

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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 605, 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)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 JUL 18 PM 12:17

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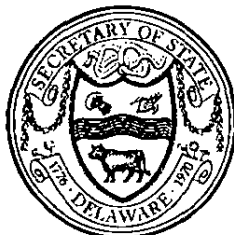
# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AREP MANAGER 2301 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 SIXTEENTH DAY OF JULY, A.D. 2014.

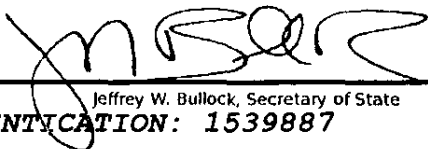
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DELAWARE



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1539887

DATE: 07-16-14