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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
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Fax Number : (850) 878-5368

**\*RE-SUBMIT\***

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2/23

Email Address: \_\_\_\_\_

Foreign Limited Liability Company  
LSREF3 Sapphire 2, LLC

Certificate of Status	0
Certified Copy	0
Page Count	056
Estimated Charge	\$125.00

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2/24/2016 9:18:17 AM From: To: 8506176383( 2/6 )  
850-617-6381 2/24/2016 8:44:05 AM PAGE 1/001 Fax Server



February 24, 2016

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: LSREF3 SAPPHIRE 2, LLC  
REF: W16000013549

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.

The jurisdiction under the laws of which the entity is incorporated or organized must be included in the document.

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.

Jenna D Harris  
Regulatory Specialist II

FAX Aud. #: H16000046711  
Letter Number: 716A00003776

**\*RE-SUBMIT\***  
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date of submission 2/23

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: LSREF3 Sapphire 2, 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:

Teresa E. DeSimone

\_\_\_\_\_  
Name of Person

Hudson Advisors

\_\_\_\_\_  
Firm/Company

2711 N. Haskell Avenue, Suite 1800

\_\_\_\_\_  
Address

Dallas, TX 75204

\_\_\_\_\_  
City/State and Zip Code

entitymanagement@hudson-advisors.com

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

For further information concerning this matter, please call:

Teresa E. DeSimone

972  
at ( )

388-2669

\_\_\_\_\_  
Name of Contact Person

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

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

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

1. LSREF3 Sapphire 2, 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  
(Jurisdiction under the law of which foreign limited liability  
company is organized)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. Upon filing

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

5. 2711 N. Haskell Avenue, Suite 1700

Dallas, TX 75204

(Street Address of Principal Office)

6. 2711 N. Haskell Avenue, Suite 1700

Dallas, TX 75204

(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City)

(Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and  
accept the obligations of my position as registered agent.

By: Michael Jones Assistant Secretary

(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Marc L. Lipshy, President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

Marisa K. McGaughey, Assistant Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

Summer Trejo, Assistant Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath  
of the translator must be submitted)

Marisa K. McGaughey  
Signature of authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.817.153, F.S.

Marisa K. McGaughey

Typed or printed name of signee

2016 FEB 23 P 12:50  
SECRETARY OF STATE  
TAMMIE FLORES

FILED

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

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Laura P. Sims, Assistant Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

Monica Knack, Assistant Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

Mark Schuck, Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

Steve R. Shearer, Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

Susan Kiker, Vice President, 2711 N. Haskell Avenue, Suite 1700, Dallas, TX 75204

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2016 FEB 23 P 12:50  
SECRETARY OF STATE  
TREASURY FLORIDA

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LSREF3 SAPPHIRE 2, 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 TWENTY-THIRD DAY OF FEBRUARY, A.D. 2016.

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



5592626 8300

SR# 20161051481

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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 201873115

Date: 02-23-16