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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
Phone : (850) 205-8842
Fax Number : (850) 878-5368

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

Email Address: _____

**Foreign Limited Liability Company
CPI Fund Manager LLC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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TALLAHASSEE, FLORIDA

16 JUN 17 PM 2:56

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TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: CPI Fund Manager 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:

Michael Hanson

Name of Person

Columbia Net Lease Venture LLC

Firm/Company

235 Moore Street, Suite 300

Address

Hackensack, NJ 07601

City/State and Zip Code

mhanson@cpifunds.com

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

For further information concerning this matter, please call:

Joy Schroeder

713

332-3793

at ()

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

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STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
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**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. CPI Fund Manager 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. 81-2676523
(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. 235 Moore Street, Suite 300, Hackensack, NJ 07601
(Street Address of Principal Office)
6. _____
(Mailing Address)
7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: NRAI Services, Inc.
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: NRAI Services, Inc. Joy Schroeder, Asst. 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:

SPC Associates, L.L.C., Manager - 235 Moore Street, Suite 300, Hackensack, NJ 07601

Michael Hanson, Manager - 235 Moore Street, Suite 300, Hackensack, NJ 07601

Hal Messer, Manager - 235 Moore Street, Suite 300, Hackensack, NJ 07601

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)

Joy Schroeder
Signature of an 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.

Joy Schroeder, Attorney-In-Fact

Typed or printed name of signee

16 JUN 17 PM 2:56
STATE SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA

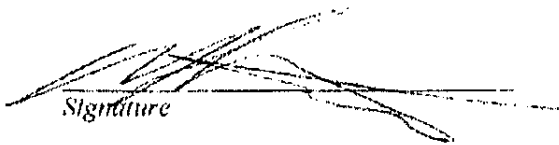
Power of Attorney

NOTICE IS HEREBY GIVEN THAT Columbia Net Lease Venture LLC ("the company"), a limited liability company registered under the laws of Delaware, does hereby appoint Joy Schroeder, Denise Bell and Kimberly Bowens (but only for so long as each of them, respectively, remains an employee of CL Corporation or an affiliate thereof) as attorney-in-fact for the company to act for the Limited Liability Company and affiliates and subsidiaries of the company attached hereto as Exhibit A, specifically incorporated herein by reference ("the Subsidiaries") in the Limited Liability Company's and Subsidiaries' names for the limited purposes authorized herein.

The Limited Liability Company and Subsidiaries hereby grants its attorney-in-fact the power to execute the documents necessary to file foreign qualifications and forms of similar import on behalf of the Limited Liability Company and Subsidiaries in any state and the District of Columbia.

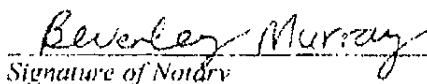
This Power of Attorney expires when revoked by the Company or Subsidiaries.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on the 15th day of June, 2016


Signature

Michael Hanson, Manager

Sworn to and subscribed before me
this 15th day of June, 2016


Signature of Notary

Notary Public, State of New Jersey
State

Commission Expires: 11/14/2017

(Seal)

BEVERLEY Y. MURRAY
NOTARY PUBLIC OF NEW JERSEY
I.D. # 2293961
My Commission Expires 11/14/2017

CPI Fund Manager LLC

16 JUN 17 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FL 32304

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CPI FUND MANAGER 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 JUNE, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CPI FUND MANAGER LLC" WAS FORMED ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.


16 JUN 17 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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


Jeffrey W. Bullock, Secretary of State

Authentication: 202506758

Date: 06-16-16