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(Requestor's Name)

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(City/State/Zip/Phone #)

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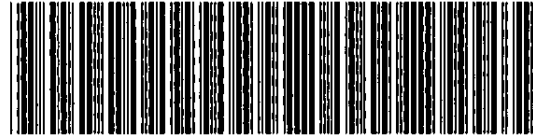
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
2017 MAY -2 AM 7:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

M. MILLIGAN

MAY - 4 2017



RREAF HOLDINGS

RREAF Holdings, LLC
4245 N. Central Expressway
Suite 420
Dallas, TX 75205

April 28, 2017

Attn:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

To whom it may concern,

Please find the attached filings, submitted by:

RREAF Holdings, LLC
4245 N. Central Expressway
Suite 420
Dallas, TX, 75205
Ph: (214) 522-3300
Fax: (214) 522-3030

1. Please find attached "Application by Foreign Limited Liability Company for Authorization to Transact business in Florida" and the "Certificate of Existence" for Pensacola Beachside Resort, LLC

Thank you,

David Cragle

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Pensacola Beachside Resort, 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:

David Cragle

Name of Person

RREAF Holdings, LLC

Firm/Company

4245 N. Central Expressway, Suite 420

Address

Dallas, TX 75205

City/State and Zip Code

Dcragle@

rreaf.com

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

For further information concerning this matter, please call:

RREAF Holdings, LLC

Name of Contact Person

at (214)

Area Code

5223300

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. PENSACOLA BEACHSIDE RESORT, 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. 82-0983365

(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. 4245 N. Central Expressway, Suite 420

Dallas, Tx 75205

(Street Address of Principal Office)

6. 4245 N. Central Expressway, Suite 420

Dallas, Tx 75205

(Mailing Address)

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

Name: Registered Agents Inc.

Office Address: 3030 N. Rocky Point Dr. STE 150A

Tampa

(City)

, Florida 33607

(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.

Bee Name

(Registered agent's signature)

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

PBR Manager, Inc., Manager

4245 N. Central Expressway, Ste. 420

Dallas, Tx 75205

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)

M. Provosty, PRESIDENT

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.817.155, F.S.

Michel O. Provosty, Jr.

Typed or printed name of signee

FILED
2017 MAY -2 AM 7:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Delaware

The First State

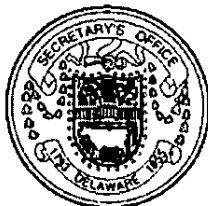
Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PENSACOLA BEACHSIDE RESORT, 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-SEVENTH DAY OF APRIL, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PENSACOLA BEACHSIDE RESORT, LLC" WAS FORMED ON THE THIRTEENTH DAY OF MARCH, A.D. 2017.

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

FILED
2017 MAY -2 AM 7:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA



6346975 8300

SR# 20172864228

You may verify this certificate online at 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.

Authentication: 202447891

Date: 04-27-17