

4/7/2021

Division of Corporations

M2100003990

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 : (514)280-3338
Fax Number : (954)208-0845

****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
Prose Stevens Pointe Alliance, LLC**

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2021 APR -7 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FL

2021 APR -7 PM 4:10

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. PROSE STEVENS POINTE ALLIANCE, LLC
(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "LLC," 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," "LLC," or "LLC.")
2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(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. 7135 E. Camelback Road, Suite 300
(Street Address of Principal Office)
6. 7135 E. Camelback Road, Suite 300
(Mailing Address)
- Scottsdale, Arizona 85251
- Scottsdale, Arizona 85251

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.

Jin Song Jin Song, Assistant Secretary
(Registered agent's signature)

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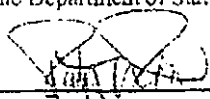
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input type="checkbox"/> Manager	Name: Baker Street Holdings, L.L.C.	<input type="checkbox"/> Manager	Name: John T. Rippel
<input checked="" type="checkbox"/> Member	Address: 7135 E. Camelback Rd, Ste 300	<input checked="" type="checkbox"/> Member	Address: 7135 E. Camelback Rd, Ste 300
<input type="checkbox"/> Authorized	Scottsdale, Arizona 85251	<input type="checkbox"/> Authorized	Scottsdale, Arizona 85251
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other
<input type="checkbox"/> Manager	Name: HRE Holdings, LLC	<input type="checkbox"/> Manager	Name: Nicholas J. Chapman
<input checked="" type="checkbox"/> Member	Address: 7135 E. Camelback Rd, Ste 300	<input checked="" type="checkbox"/> Member	Address: 7135 E. Camelback Rd, Ste 300
<input type="checkbox"/> Authorized	Scottsdale, Arizona 85251	<input type="checkbox"/> Authorized	Scottsdale, Arizona 85251
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other
<input type="checkbox"/> Manager	Name: Patrick W. Dukes	<input type="checkbox"/> Manager	Name: Robert G. Weston, Jr.
<input checked="" type="checkbox"/> Member	Address: 7135 E. Camelback Rd, Ste 300	<input checked="" type="checkbox"/> Member	Address: 7135 E. Camelback Rd, Ste 300
<input type="checkbox"/> Authorized	Scottsdale, Arizona 85251	<input type="checkbox"/> Authorized	Scottsdale, Arizona 85251
Person		Person	
<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other	<input type="checkbox"/> Other

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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)

10. 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.



Signature of an authorized person

Patrick W. Dukes, Member

Typed or printed name of signer

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROSE STEVENS POINTE ALLIANCE, 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 SEVENTH DAY OF APRIL, A.D. 2021.

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



5690282 8300

SR# 20211209702

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: 202914641

Date: 04-07-21