

MB1000012411

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

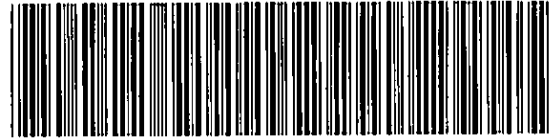
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer.

Office Use Only



500372297185

RECEIVED  
FILED  
21 SEP 20 AM 11:48  
FALLAH/ASSEE FLORIDA  
TALLAHASSEE, FLORIDA

9/21/21

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 011774 8124454

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : September 16, 2021

ORDER TIME : 9:31 AM

ORDER NO. : 011774-020

CUSTOMER NO: 8124454

FOREIGN FILINGS

NAME: B9 NORTH DADE OWNER LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker -- EXT# 61594

EXAMINER: \_\_\_\_\_

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** B9 North Dade Owner 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:

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

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

\_\_\_\_\_  
Address

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

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

For further information concerning this matter, please call:

\_\_\_\_\_ at (\_\_\_\_\_) \_\_\_\_\_  
Name of Contact Person Area Code Daytime Telephone Number

**Mailing Address:**

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

**Street Address:**

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☐ \$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. B9 North Dade Owner 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. Upon registration  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 233 S. Wacker Drive, Suite 4700 6. 233 S. Wacker Drive, Suite 4700  
(Street Address of Principal Office) (Mailing Address)

Chicago, IL 60606 Chicago, IL 60606

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee 32301  
(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.

Corporation Service Company

By: Eylina O. Ochoa

(Registered agent's signature)

FILED  
21 SEP 20 PM 1:49  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

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]:

**Title or Capacity:**                      **Name and Address:**

☐ Manager                      Name: B9 North Dade Mezz LLC

☒ Member                      Address: 233 S. Wacker Drive, Suite 4700

☐ Authorized                      Chicago, IL 60606

Person                      \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Kenneth A. Caplan

☐ Member                      Address: 345 Park Avenue

☒ Authorized                      New York, NY 10154

Person                      \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Giovanni Cutaia

☐ Member                      Address: 345 Park Avenue

☒ Authorized                      New York, NY 10154

Person                      \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

**Title or Capacity:**                      **Name and Address:**

☒ Manager                      Name: A.J. Agarwal

☐ Member                      Address: 345 Park Avenue

☒ Authorized                      New York, NY 10154

Person                      \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Frank Cohen

☐ Member                      Address: 345 Park Avenue

☒ Authorized                      New York, NY 10154

Person                      \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☒ Manager                      Name: Robert Harper

☐ Member                      Address: 345 Park Avenue

☐ Authorized                      New York, NY 10154

Person                      \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ 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.

Deondra Cephus

Signature of an authorized person

Deondra Cephus

Typed or printed name of signee

FLORIDA DEPARTMENT OF STATE

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

B9 North Dade Owner LLC

8. Names, titles or capacity and address of the primary members/managers or persons authorized to manage:

Name	Office	Address:
A.J. Agarwal	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Kenneth A. Caplan	Senior Managing Director and President	345 Park Avenue, New York, NY 10154
Frank Cohen	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Giovanni Cutaia	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Robert Harper	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Tyler Henritze	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Brian Kim	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Kathleen McCarthy	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Nadeem Meghji	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
William J. Stein	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Wesley LePatner	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Michael Lascher	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Michael Wiebolt	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Doug Armer	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
David Levine	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Jacob Werner	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Michael Anthony	Managing Director and Vice President	346 Park Avenue, New York, NY 10154
Anthony Beovich	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Ron Bernstein	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Byron Blount	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Andrea Drasites	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Brian Kaufman	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Adam Leslie	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Qahir Madhany	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Adam Leslie	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Anthony F. Marone, Jr.	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
T. Max O'Neill	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Paul Quinlan	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Karen Sprogis	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Scott Trebilco	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Leon Volchyok	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Ryan Ingle	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Joshua Carson	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Eric Wu	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
John Prete	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
David Zackowitz	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Chris Graham	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Mike Forman	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Asim Hamid	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Marshall Nevins	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Brian Lin	Principal and Vice President	345 Park Avenue, New York, NY 10154
Anthony Cerrone	Principal and Vice President	345 Park Avenue, New York, NY 10154
Luke Petherbridge	Chief Executive Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Nicholas Pell	President and Chief Investment Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Matthew Ostrower	Chief Financial Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Sonya Huffman	Chief Administrative Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Scott Anderson	Chief Accounting Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Patrick Kassen	General Counsel and Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Brandon J. Page	Executive Vice President and Head of Leasing	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Britton T. Winterer	Executive Vice President and Head of Development	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Richard (Jack) Hennessey	Senior Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Glenn E. Wylie	Senior Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606

Bud Pharris	Senior Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
James Maneri	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Joseph W. Finnigan	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Ryan Keathley	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Andrew C. Goodman	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Brian B. Townsend	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Clifton H. Coffey	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Eric Gilbert	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Matthew Chapman	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Rob Damrat	Managing Director	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Kitty Kohn	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Suzanne Sarver	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Nicole Grimaldi	Chief Accounting Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Michael Beringer	Vice President – Accounting	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Marc Lenihan	Senior Director – Treasury	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Marikay Klank	Vice President – Tax	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Mark Wible	Vice President – Tax	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Joseph Valane	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Annie Wang	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Leslie Robelly	Assistant Secretary	234 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Lakecia Stanford	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Deondra Cephus	Assistant Secretary	234 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Danielle Sands	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Eric Leaner	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "B9 NORTH DADE OWNER 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 TWENTIETH DAY OF SEPTEMBER, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "B9 NORTH DADE OWNER LLC" WAS FORMED ON THE SIXTEENTH DAY OF SEPTEMBER, A.D. 2021.

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

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

6238520 8300

SR# 20213283211

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

Authentication: 204194297

Date: 09-20-21