

M24000002591

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

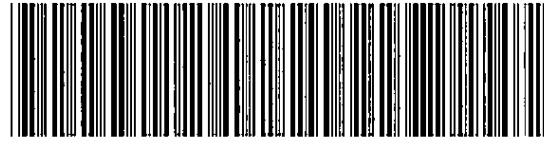
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SECRETARY OF STATE
TALLAHASSEE, FL

60

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2024 FEB 28 PM 3:33

TALLAHASSEE, FLORIDA

T. LEMIEUX

FEB 29 2024


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

ACCOUNT NO. : I20000000195

REFERENCE : 337816 7972777

AUTHORIZATION :

COST LIMIT : \$ 125.00



ORDER DATE : February 28, 2024

ORDER TIME : 2:10 PM

ORDER NO. : 337816-020

CUSTOMER NO: 7972777

FOREIGN FILINGS

NAME: 6301 SOUTH WESTSHORE FL
PARTNERS 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: Alexxis Weiland-sorenson -- EXT#

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. 6301 South Westshore FL Partners 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 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
(Street Address of Principal Office)

6. 233 S. Wacker Drive, Suite 4700
(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, Florida 32301
(City) (Zip code)

FILED
2024 FEB 28 PM 12:12
CLERK OF STATE

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
Chad Spencer ACP

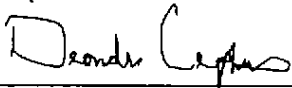
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<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: <u>BCORE MF ACORN PH Holdco LLC</u>	<input checked="" type="checkbox"/> Manager	Name: <u>A.J. Agarwal</u>
<input checked="" type="checkbox"/> Member	Address: <u>233 S. Wacker Drive, Suite 4700</u>	<input type="checkbox"/> Member	Address: <u>345 Park Avenue</u>
<input type="checkbox"/> Authorized	<u>Chicago, IL 60606</u>	<input type="checkbox"/> Authorized	<u>New York, NY 10154</u>
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input checked="" type="checkbox"/> Manager	Name: <u>Frank Cohen</u>	<input checked="" type="checkbox"/> Manager	Name: <u>Giovanni Cutaia</u>
<input type="checkbox"/> Member	Address: <u>345 Park Avenue</u>	<input type="checkbox"/> Member	Address: <u>345 Park Avenue</u>
<input type="checkbox"/> Authorized	<u>New York, NY 10154</u>	<input type="checkbox"/> Authorized	<u>New York, NY 10154</u>
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input checked="" type="checkbox"/> Manager	Name: <u>Robert Harper</u>	<input checked="" type="checkbox"/> Manager	Name: <u>Mike Forman</u>
<input type="checkbox"/> Member	Address: <u>345 Park Avenue</u>	<input type="checkbox"/> Member	Address: <u>345 Park Avenue</u>
<input type="checkbox"/> Authorized	<u>New York, NY 10154</u>	<input type="checkbox"/> Authorized	<u>New York, NY 10154</u>
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

FLORIDA DEPARTMENT OF STATE

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

6301 South Westshore FL Partners LLC

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

OFFICERS		
Name	Office	Address
Ron Bernstein	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Joshua Carson	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Andrea Drasites	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Susan Givens	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Asim Hamid	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
Ryan Ingle	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 President	345 Park Avenue, New York, NY 10154
Nadeem Meghji	Senior Managing Director and 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
David Levine	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Paul Quinlan	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Scott Trebilco	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Leon Volchok	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 Wiebolt	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Eric Wu	Senior Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Michael Anthony	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Glen Bartley	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Phil Bateman	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Anthony Beovich	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Anthony Cerrone	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Marco D'Arienzo	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Jonathan Duber	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Jaiye Falusi	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Michelle Gelshtyn	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Kevin Goldman	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
Justin Holtzman	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Mark Hudspeth	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Tom Jack	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Gabi Karnes	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Ryan Karnes	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
Paul Kolodziej	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
Brian Lin	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Janice Lin	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
Stephanie McGowan	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Brendan McIntee	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
Jeffrey Nirenberg	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
David O'Neill	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

Joseph Rocco	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Lisa Szpytko	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Matthew Vizza	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Jack Dudley	Principal and Vice President	345 Park Avenue, New York, NY 10154
Rebecca Levitan	Principal and Vice President	345 Park Avenue, New York, NY 10154
Rickard Rolfsson	Principal and Vice President	345 Park Avenue, New York, NY 10154
Kelly Vohs	Chief Executive Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Michael Friedland	President	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Ian Deason	Chief Operating Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Jennifer Lee	Chief People Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Aticia Barco	Chief Data Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Annie Wang	General Counsel	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Pamela Cain	Executive Vice President – Finance	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Alison Brown	Senior Vice President - Operations	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Brian Killinger	Senior Vice President - Asset Management	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Darryl Irish	Senior Vice President - Insights	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Brett Johns	Senior Vice President - Finance	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Julio Morales	Senior Vice President - Asset Management	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Erik Loedding	Senior Vice President – CapEx	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
David Danish	Senior Vice President – Revenue Management, Marketing & Strategic Initiatives	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Tom Minkowicz	Senior Vice President – Investments	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Sarah Naqvi	Chief Technology Officer	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Rick Holcomb	Senior Vice President - Redevelopment	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Maria Lutzow	Senior Vice President, Accounting	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Marikay Klank	Senior Vice President, Corporate and Property Tax	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Marc Lenihan	Senior Vice President, Treasury and Capital Markets	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Robyn Alexander	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Nicole Lalich	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Nissan Shah	Assistant Secretary	Two Liberty Place, 50 S. 16th Street, Suite 3325, Philadelphia, PA 19102
Ivy Israel	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Leslie Robelly	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Eric Leaner	Assistant Secretary	233 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	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606

Danielle Sands	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Anna Stokes	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Celina Kerr	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Robert Occhiogrossi	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 "6301 SOUTH WESTSHORE FL PARTNERS 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-EIGHTH DAY OF FEBRUARY, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "6301 SOUTH WESTSHORE FL PARTNERS LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF FEBRUARY, A.D. 2024.

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



3173184 8300

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

Jeffrey W. Bullock, Secretary of State

Authentication: 202903937