

M24000007603

(Requestor's Name)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2024 JUN 13 PM 7:25

JUN 13 2024
K. Brumbley



CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext:

To: Department Of State, Division Of Corporations
From: Shauna Godbolt
Ext:
Date: 06/13/24
Order #: 1529496-1
Re: Flagler Village Owner, LLC
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Application for Certificate of Authority

Amount to be deducted from our State Account: \$125.0 - FL State Account Number:
120000000195

Certificate of Good Standing from State of Incorporation
AUTH

Please take the following action:
File in your office on basis
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

COVER LETTER

**TO: Registration Section
Division of Corporations**

FLAGLER VILLAGE 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:

Name of Contact Person _____ at (_____) _____
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. FLAGLER VILLAGE 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

(Jurisdiction under the law of which foreign limited liability company is organized)

3.

(FEI number, if applicable)

Upon registration

4.

(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

233 S. Wacker Drive, Suite 4700

5. (Street Address of Principal Office)

Chicago, IL 60606

233 S. Wacker Drive, Suite 4700

6. (Mailing Address)

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

(City)

, Florida

32301

(Zip code)

2024 JUN 13 PM 7:25

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:

Shauna Godbolt

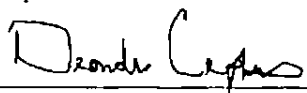
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<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>Aries Purchaser Holdings 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

Deondra Cephus

FLORIDA DEPARTMENT OF STATE

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

Flagler Village Owner, 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
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 Volchyok	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 Getshtyn	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
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

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. Maroné, 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
John Prete	Managing Director and Vice President	345 Park Avenue, New York, NY 10154
Richard Reyes	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
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 Lulich	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
Nissan Shah	Assistant Secretary	233 S. Wacker Drive, Suite 4700, Chicago, IL 60606
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 "FLAGLER VILLAGE 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 ELEVENTH DAY OF JUNE, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FLAGLER VILLAGE OWNER, LLC" WAS FORMED ON THE SEVENTH DAY OF JUNE, A.D. 2024.

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



3873738 8300

SR# 20242844574

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: 203685498

Date: 06-11-24