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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

KollStar Holdings LLC

☐ Walk In

☐ Pick Up Time

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☐ Will Wait

☐ Photocopy

RUSH

☒ Certified Copy

☐ Certificate of Status

☒ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign <u>LLC</u>
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: _____

Date: _____

RECEIVED
98 JUN 29 PM 4:58
DIVISION OF CORPORATIONS
FILED
98 JUN 29 AM 9:58
SECRETARY OF STATE
DIVISION OF CORPORATIONS

3/1
6/29/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 30, 1998

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: KOLSTAR HOLDINGS LLC
Ref. Number: W98000014939

NEED TODAY

Please Backdate

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 9:58

We have received your document for KOLSTAR HOLDINGS LLC and your check(s) totaling \$407.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The first page is NOT ACCEPTABLE. Please use one of our forms.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 698A00035463

RECEIVED
98 JUL -1 AM 8:22
DIVISION OF CORPORATION

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

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:*

1. Name of foreign limited liability company is KollStar Holdings LLC.
2. The jurisdiction under the law of which foreign limited liability company is organized is Delaware.
3. The FEI Number has been applied for.
4. Date of Organization is June 23, 1998.
5. The year limited liability company will cease to exist is 2028.
6. Date first transacted business in Florida is July 1, 1998.
7. Street Address of principal offices:
4343 Von Karman Ave.
Newport Beach, California 92660
8. The name, title and business address of each managing member is:
Koll NorthStar Golf Partners LLC MGRM
4343 Von Karman Avenue
Newport Beach, California 92660

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of KOLLSTAR HOLDINGS LLC deposes and says:

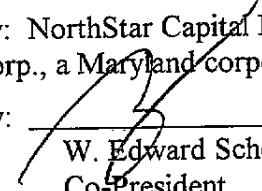
- 1) the above named limited liability company has one member as allowed by Delaware law.
- 2) the total amount of cash contributed by the members(s) is \$10,000.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$10,000. This total includes amounts from 2 and 3 above.

KOLL NORTHSTAR GOLF PARTNERS LLC
a Delaware limited liability company

By: NorthStar Golf Holdings LLC,
a Delaware limited liability company, its Managing
Member

By: NorthStar Partnership, L.P., a Delaware
limited partnership, its member

By: NorthStar Capital Investment
Corp., a Maryland corporation

By: 
W. Edward Scheetz
Co-President

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

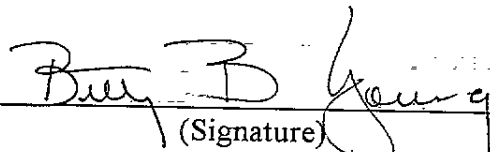
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA

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1. The name of the limited liability company is: KOLLSTAR HOLDINGS LLC.
2. The name and address of the registered agent and office is:

NationsCorp Registered Agents, Inc.
526 East Park Avenue
Tallahassee, Florida 32301

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 certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)
Assistant Secretary

June 29, 1998

(Date)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KOLLSTAR HOLDINGS 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-FOURTH DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KOLLSTAR HOLDINGS LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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981244005

AUTHENTICATION: 9158102

DATE: 06-24-98

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