



THE UNITED STATES
CORPORATION
COMPANY

M 98000000813

ACCOUNT NO. : 072100000032

REFERENCE : 906757 10056A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 293.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 12:40

ORDER DATE : July 29, 1998

ORDER TIME : 10:35 AM

ORDER NO. : 906757-005

CUSTOMER NO: 10056A

800002601378--1

CUSTOMER: Burton Sharff, Esq
Burton G. Sharff, P.a.
2315 South Congress Avenue

West Palm Beach, FL 33406

FOREIGN FILINGS

NAME: LAUDERDALE-CORNERSTONE, L.L.C.

XXXX QUALIFICATION (TYPE: LLC)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

hjk
7/29/98

RECEIVED
98 JUL 29 AM 10:40
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 2:40
RECEIVED
BANKING AND FINANCE
TRANSACTION

1. Lauderdale-Cornerstone, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)

4. <u>July 2, 1998</u> (Date of Organization)	5. <u>Perpetual</u> (Duration: Year limited liability company will cease to exist or "perpetual")
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7. 5603 North State Road 7
Fort Lauderdale, FL 33319
(Street address of principal office)

[illegible]


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

FILED
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DIVISION OF CORPORATIONS
98 JUL 29 PM 12:40

The undersigned member or authorized representative of a member of _____

Lauderdale-Cornerstone, L.L.C. deposes and says:

- 1) the above named limited liability company has ~~at least two members~~ one member pursuant to Delaware law, the State of organization.
- 2) the total amount of cash contributed by the member(s) is \$ 4,700,000.00
- 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 \$ 4,700,000.00 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.406(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**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 3:40

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

1. The name of the limited liability company is: Lauderdale-Cornerstone, L.L.C.

2. The name and address of the registered agent and office is:

Burton G. Sharff

(Name)

2315 South Congress Avenue

(P.O. Box not acceptable)

West Palm Beach, FL 33406

(City/State/Zip)

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.

By:

Burton G. Sharff
(Signature)

7/23/98
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LAUDERDALE-CORNERSTONE, L.L.C." 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 JULY, A.D. 1998.

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

FILED
STATE
SECRETARY OF
DIVISION OF
CORPORATIONS
98 JUL 29 PM 12:40

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9220547
07-28-98
Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: