



THE UNITED STATES
CORPORATION
COMPANY

M990000000072

ACCOUNT NO. : 072100000032

REFERENCE : 096095 7171670

AUTHORIZATION :

COST LIMIT : \$ 285.00

Patricia Pizut

ORDER DATE : January 12, 1999

ORDER TIME : 12:0 PM

ORDER NO. : 096095-005

CUSTOMER NO: 7171670

200002740022--3

CUSTOMER: Ms. Ann Martindale
Moots, pellegrini, Spillane &
46 Main Street
Po Box 1319
New Milford, CT 06776

RECEIVED

99 JAN 13 PM 1:01

DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: STERLING REAL ESTATE, L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 13 PM 4:30

FILED

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

M99-72

Name	CR-1-10
Availability	
Document	
Examined	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 13, 1999

JEANINE REYNOLDS
CSC

SUBJECT: STERLING REAL ESTATE, L.L.C.
Ref. Number: W99000000952

RESUBMIT

Please give original
submission date as file date.

We have received your document for STERLING REAL ESTATE, L.L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

On the affidavit if the amount is zero. then zero must be listed in the blanks.,

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 399A00001764

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TALLAHASSEE, FLORIDA

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99 JAN 20 AM 9:02
DIVISION OF CORPORATION

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortharn

Secretary of State

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Bruce Weinstein, do hereby certify that Sterling Real Estate, L.L.C. is managed by a Board of Directors and do hereby certify that this Resolution of the Board of Directors of Sterling Real Estate, L.L.C., a limited liability company duly organized and existing under the laws of the State of Connecticut, was duly adopted on January 15, 1999.

Resolved, that Sterling Real Estate, L.L.C., organized and existing in the State of Connecticut, hereby adopts the name **Connecticut Sterling Real Estate, L.L.C.** for use in Florida.

Dated: January 15, 1999.



Bruce Weinstein
Secretary of Board of Directors,
Manager of Sterling Real Estate, L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

1. Sterling Real Estate, 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.)
2. Connecticut
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. January 6, 1999
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. On or about January 19, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 128 Litchfield Road
New Milford, CT 06776
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Board of Directors</u>	<u>MGR</u>	_____	_____
<u>of Sterling Real Estate,</u>		_____	
<u>L.L.C. Directors are:</u>		_____	
1. <u>Eugene H. Rosen</u>	_____	3. <u>Michael S. McGee</u>	_____
<u>128 Litchfield Road</u>		<u>128 Litchfield Road</u>	
<u>New Milford, CT 06776</u>		<u>New Milford, CT 06776</u>	
2. <u>Bruce Weinstein</u>	_____	4. <u>Leighton Aikens</u>	_____
<u>128 Litchfield Road</u>		<u>128 Litchfield Road</u>	
<u>New Milford, CT 06776</u>		<u>New Milford, CT 06776</u>	

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

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

The undersigned member or authorized representative of a member of _____
Sterling Real Estate, L.L.C. _____ certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00 ;
- 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.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,000.00 .
(This total includes amounts from 2 and 3 above.)

K. Rosen Family Limited Partnership

By: _____

Signature of a member or an authorized representative of a member.

(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.)

Eugene H. Rosen, Its General Partner

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Sterling Real Estate, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

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.

Bernie H. Gerry, Assistant Secretary
(Signature)

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99 JAN 13 PM 4: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$ 35 for Designation of Registered Agent

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that _____

STERLING REAL ESTATE, L.L.C.

is in existence.

A handwritten signature in cursive script, reading "Susan Bijnemery", written over a horizontal line.

Secretary of the State

Date Issued: January 7, 1999