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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 287687 7187519

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 25, 1999

ORDER TIME : 10:28 AM

ORDER NO. : 287687-005

CUSTOMER NO: 7187519

CUSTOMER: Mr. Joel S. Wiener
Wiener Realtors
One Penn Plaza
Suite 4000
New York, NY 10119

900002916039--8

-06/25/99--01081--011

*****337.50 *****337.50

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-06/25/99--01081--012

*****8.75 *****8.75

FOREIGN FILINGS

NAME: PINNACLE MANAGING CO., LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	6/25/99
Availability	XX
Document	XX
Examiner	DCC
Updater	DCC
Updater	DCC
Verifier	DCC
Acknowledgement	DCC
P. Verifier	DCC

CONTACT PERSON: Janice Vanderslice

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FILED
99 JUN 25 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. **Pinnacle Managing Co., LLC**
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." in not so contained in the name at present.)
2. **New York**
(Jurisdiction under the law of which foreign limited
company is organized.)
3. **13-4055497**
(FEI number, if applicable)
4. **01/27/98**
(Date of Organization)
5. **December 31, 2050**
(Duration: Year limited liability company will cease
to exist or "perpetual")
6. **June 28, 1999**
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. **Pinnacle Managing Co., LLC, c/o Joel Wiener, One Penn Plaza, Suite 4000, New York, NY 10119**

(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
<u>c/o Joel Wiener</u>	<u>Managing Member</u>
<u>One Penn Plaza, Suite 4000</u>	
<u>New York, NY 10119</u>	
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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.)

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TALLAHASSEE, FLORIDA

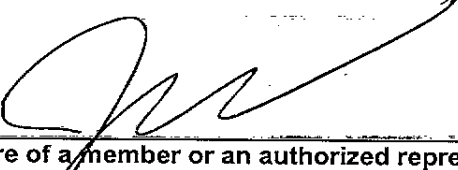
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____

Pinnacle Managing Co., LLC

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 \$ 1,500.00
- 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 and property contributed and anticipated to be contributed by member(s) is: (This total includes amounts from 2 and 3 above.) \$ 1,500.00



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.)

Joel Wiener

Typed or printed name of signee

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

99 JUN 25 PM 1:35

FILED

Filing Fee: \$250.00 for Application and Affidavit

**CERTIFICATION 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:
Pinnacle Managing Co., LLC
2. The name and the Florida street address of the registered agent and office are:

Joel Wiener
**c/o Inland Towers LLC
2075 Northeast 164th Street
North Miami Beach, Florida 33162**

*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)

FILING FEE: \$35 for Designation of Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of New York } ss:
Department of State


I hereby certify, that PINNACLE MANAGING CO., LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 01/27/1998, and that the limited liability company is subsisting so far as shown by the records of the Department.

A Certificate of Affidavit of Publication of PINNACLE MANAGING CO., LLC was filed on 11/19/1998.

A Certificate of Affidavit of Publication of PINNACLE MANAGING CO., LLC was filed on 11/19/1998.

The limited liability company has filed proofs of publication under section 206 of the Limited Liability Company Law.

Witness my hand and the official seal
of the Department of State at the City
of Albany this 22nd day of June 99
one thousand nine hundred and
ninety-nine.



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FILED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

[Signature]
Special Deputy Secretary of State

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