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3121 Ponce de Leon Blvd.
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445-4905
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Fax: 446-8875
Beeper: 660-6000

October 14, 1999

Florida Secretary of State
Foreign Corporation Division
409 E. Gains St.
Tallahassee, FL 32399

600003021006-00
10/21/99 101058-007
****125.00 ****125.00

Re: Waterford Enterprises, LLC

Dear Sirs:

In reference to the above-named LLC, we enclose the following:

1. Money Order (official check) from BankUnited to Florida Secretary of State for the filing fee.
2. Certified copy of Articles of Organization from Colorado Secretary of State of Waterfore Enterprises, LLC.
3. Application to register a foreign limited liability company.
4. Certificate of Designation of Registered Agent/Registered office.

If you find the above in good form, kindly send me an acknowledgment letter that this LLC is qualified to do business in Florida.

Thank you for your kind cooperation.

Very truly yours,

JOHN D. O'DONNELL, ESQ. by

Lewis Williams, JD.
Office Manager

Name
Availability

Signature
Date

Acknowledgement

W. P. Verified

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FILED
99 NOV 12 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 26, 1999

LEWIS WILLIAMS, JD
JOHN D. O'DONNELL
3121 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134

SUBJECT: WATERFORD ENTERPRISES, LLC
Ref. Number: W99000024645

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WATERFORD ENTERPRISES, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 599A00051379

JOHN D. O'DONNELL

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November 08, 1999

Ms. Tammi Cline
Document Specialist
Fla. Dept. of State
PO Box 6327
Tallahassee, FL 32314

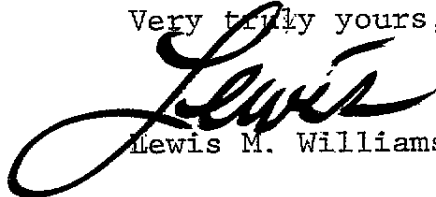
Re: Waterford Enterprised, LLC
Document No. W99000024645

Dear Ms. Cline:

Herewith is the State of Colorado certificate of existence,
dated October 20, 1999, for the referenced LLC.

Your kind attention in completing the processing for registering
the LLC in Florida will be greatly appreciated.

Very truly yours,



Lewis M. Williams, JD

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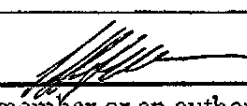
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Waterford Enterprises, LLC
(Name of foreign limited liability company)
2. The state of Colorado 3. 65-0945585
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 23, 1999 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. August 30, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 110 East Atlantic Ave., Suite 200, Delray Beach, Florida
(Street address of principal office)

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TALLAHASSEE, FLORIDA

8. If limited liability company is a manager-managed company, check here ☐
9. The name and usual business addresses of the managing members or managers are as follows:
Jeffrey Applebaum, 5196B, Lake Catalina Drive, Boca Raton, FL 33496
William Applebaum, 110 East Atlantic Blvd. Suite 200, Delray Beach, FL 33444
10. Attached is an original 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. (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.)
11. Nature of business or purposes to be conducted or promoted in Florida: Investments


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Jeffrey Applebaum

Typed or printed name of signee

**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:

WATERFORD ENTERPRISES, LLC

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

JEFFREY APPLEBAUM

(Name)

110 East Atlantic Avenue, Suite 200,

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


Delray Beach, FL 33444

City/State/Zip

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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 as provided for in Chapter 608, F.S..


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT ACCORDING TO THE RECORDS OF
THIS OFFICE,

WATERFORD ENTERPRISES, LLC
(COLORADO LIMITED LIABILITY COMPANY)

BECAME ORGANIZED UPON FILING ARTICLES OF ORGANIZATION
DATED August 23, 1999.

DATED: October 20, 1999

Donetta Davidson

SECRETARY OF STATE